

# INTERIM REPORT 2018

for the 26 weeks ended 1 July 2018









The Group has continued to make excellent progress in the first half. Our strategy is driving this growth under the direction of our experienced management team. The expansion of our estate has accelerated ahead of plan and we have opened nine new sites. Our estate is high-quality, drink-led and predominantly freehold. The strong performance from the first half has continued in to the 11 weeks since July 1 with sales up 24% – assisted by the World Cup and excellent summer weather.

Our strategic expansion and clustering of sites in the UK's towns and cities will continue over the coming months and years.
We currently have four sites in development and our goal remains to double our size to 65-70 sites by 2021.
We anticipate that by mid-2019 we will operate 50 sites.

This is a vibrant and exciting business with the right ingredients – management team, staff and strategy – in place to succeed. "

Clive Watson
Executive Chairman

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## **COMPANY HIGHLIGHTS**

## Strategic expansion drives sales and EBITDA growth as business continues to make strong progress.

The City Pub Group is pleased to announce its unaudited results for the 26 weeks ended 1 July 2018. The Group operates a predominately freehold estate of 42 wet-led pubs in London, Southern England and Wales.

#### FINANCIAL

Sales up 24% to

£20.0m

(2017: £16.1 million)

Adjusted EBITDA\* up 25% to

£3.0m

(2017: £2.4 million)

Adjusted profit before tax\*\* up 73% to

£1.6m

(2017: £0.9 million)

Reported profit/(loss) after tax of

£0.76m

(2017: (£0.05) million)

## **OPERATIONAL**

### Land ownership



- Freehold 54% Leasehold 46%

Strategic expansion with 9 pubs opened in 2018

### Number of trading sites



As at September 2018

24%

For the 26 weeks to 1 July 2018 sales up by 24%

### STRATEGY UPDATE

#### Sites to double in size

The business is ahead of its strategy to double in size by 2021 and anticipates operating more

than 50 pubs by mid-2019.

### **Employee benefits**

The Group's innovative Profit Share Scheme will continue and from 2019 employees are set to benefit from it on a more frequent, semi-annual, basis.

- \* Adjusted earnings before exceptional items, share option charge, interest, taxation, depreciation and amortisation.
- \*\* Adjusted profit before tax is the profit before tax, share option charge and exceptional items.

### CHAIRMAN'S STATEMENT





We have some great pubs and an experienced head office team which remain ambitious and determined to ensure the City Pub Group develops further as a leading independent pub retailer."

**Clive Watson**Executive Chairman

The Group has continued to make strong progress and build momentum in the first six months of the 2018 financial year. Following admission to AIM in November 2017, our ambition was to double the size of the estate by mid-2021 to 65-70 pubs. With 42 pubs now trading and a further 4 sites in development we are ahead of plan.

During the first half sales were up 24% to £20.0 million (2017: £16.1 million), adjusted EBITDA\* up 25% to £3.0 million (2017: £2.4 million) and operating margins continued their upward trend. Adjusted profit before tax\*\* was up 73% to £1.6 million (2017: £0.9 million). Reported profit/ (loss) after tax was £0.76 million (2017: £0.05) million).

These results have been achieved through acquisitions and investments made in 2017 and organic growth across the rest of the estate. The Company benefited from the good weather across the summer and our wet-led sport pubs from the World Cup.

As we have continued to acquire new sites the Group has taken advantage of economies of scale driving an improved financial performance.

The Board is pleased with the significant increase in the Group's adjusted EBITDA performance. Operating (EBITDA) margins have increased from 15.0% to 15.1% (restrained by higher PLC costs as a result of the AIM listing). Margins are anticipated to increase further as the central overhead base becomes more efficient.

The City Pub Group has grown from a start-up in 2011 to an estate of 42 pubs operating today through selective acquisition of predominately single sites. These are then refurbished, their offer targeted specifically to their local marketplace and managed by well incentivised operators who have a passion for delivering a consistent, high quality experience for customers.

The Group has a strong balance sheet and low gearing with current borrowings of only £14 million, which roughly equates to the value of our freehold backed sites that are currently closed and being developed. Net debt to EBITDA is around 2 times and this is anticipated to reduce significantly once the 4 development sites are open and trading. The Group has in place a £30 million revolving credit facility expiring in July 2021. We are currently reviewing options for increasing and extending the length of our banking facilities.

City Pub Group maintains a strong pipeline of target acquisitions, further sites are in the hands of solicitors and others are currently being negotiated. Once completed, and with the new development sites coming on stream, the trading estate is expected to increase to around 50 pubs by mid-2019.

### **Trading Estate**

The Group operates 42 high quality predominately drinks-led pubs and we are continuing to grow through selective acquisitions. Since the start of the financial year, the Company has opened 9 pubs, an acceleration from the previous year. Following acquisition, The City Pub Group invests and refurbishes its sites to improve performance and deliver strong returns.

The Company has paid approximately £12m in consideration for the following sites that have opened during the current year:

- Belle Vue, Clapham Common, February 2018
- The Covent Garden, Covent Garden, April 2018 (closed in September for refurbishment)
- Tell Your Friends, Parsons Green, May 2018
- · Old Ticket Office, Cambridge, June 2018
- Pontcanna Inn. Cardiff. June 2018
- Traveller's Friend, Woodford Green, July 2018
- Jam Tree, Chelsea, July 2018
- · Jam Tree, Clapham, July 2018
- Alfresco, Brighton, August 2018 (will close in October for refurbishment)

Adjusted Earnings before exceptional items, share option charge, interest, taxation, depreciation and amortisation.

<sup>\*\*</sup> Adjusted profit before tax is the profit before tax, share option charge and exceptional items.

### CHAIRMAN'S STATEMENT CONT'D

The Group has also focused on acquiring development sites which do not attract goodwill payments. This strategy enables the Company to re-develop and modernise them whilst retaining the character of the venue and appealing to a broad range of customers and tastes. Clearly, with planning permission sought in most cases, there is a longer transition time between acquisition and reopening.

The latest estimates for opening of the Company's 4 development sites, acquired late in 2017 and early 2018, are:

- The Bicycle Shed, Oxford, Q4 2018
- · Aragon House, Parsons Green, Q2 2019
- · Former bank premises, Reading, Q3 2019
- · Tivoli, Cambridge, Q3 2019

Changes in estimated opening schedules have been caused purely by external factors namely delays in planning permissions. The Board remains confident that the refurbishments will add significant value to the sites.

To manage the rapid growth of the business, in the first half, we have continued to develop our head office team, improve our retailing standards and increase the profitability of the company. We invested approximately £3m refurbishing new sites and maintaining the existing estate.

### Market

Despite the macro economic outlook and potential disruption to consumer confidence by the uncertainty of Brexit, the Board believes that the Group's well-invested estate of pubs, which trade as 'individual, local' pubs should continue to perform well, even if the market becomes tougher. Our pubs offer customers local beers, wines & spirits and menus focus on local produce along with healthy vegan and vegetarian dishes.

The Board believes that the market appetite for acquisitions is softening driven by uncertainty about the outcome of Brexit and business rates. Furthermore larger pub companies continue to rationalise their estates to focus on their key target markets. These factors will benefit City Pub Group. Already we are experiencing less competition for sites and we intend to take advantage of this as we expand our portfolio of pubs. We have a large pipeline of potential opportunities at attractive prices, but continue to be disciplined in our approach.

### **Employee profit share**

Our staff are our most important asset and retaining them is central to fulfilling our ambitions for the business. This is why we have a strong rewards programme including our industry leading Profit Share Scheme which enables all employees to share in the Company's success. Not only does this ensure we minimise staff churn, but we believe the success of the business demonstrates that it also gives our team members an additional performance incentive.

The overall profit share payment represents 3% of the Group's EBITDA less bank interest and this is shared equally among all employees who have been with the business for at least a year. In 2019, it is the Board's intention to pay this on a semi-annual basis

#### Dividend

As is normal for the Group, the Board is not declaring an interim dividend and will declare dividends annually. The Company's policy is to progressively increase dividends with the Group's profitability. As last year, a scrip dividend alternative will also be available to shareholders.

### **Current trading & outlook**

For the 11 weeks trading since 1 July, sales are up 24% against last year primarily driven by the increase in the number of trading pubs. Our strategy over the last two years has seen the business grow from 24 sites to over 40. Whilst delivering this growth, the Company has faced the challenges of rising employee costs, business rate increases and the increasing uncertainty surrounding Brexit. The Company has delivered and managed its growth despite these headwinds.

We have some great pubs and an experienced head office team which remain ambitious and determined to ensure the City Pub Group develops further as a leading independent pub retailer.

With new openings earmarked for the remainder of the second half of the year, we remain confident of continuing our strong progress, meeting market expectations and benefitting from attractive acquisition opportunities.

**Clive Watson** 

Executive Chairman 20 September 2018

# CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

for the 26 weeks ended 1 July 2018

	Notes	Unaudited 26 weeks ended 1 July 2018 £	Unaudited 26 weeks ended 25 June 2017 £	Audited 53 weeks ended 31 December 2017 £
Revenue		19,965,490	16,120,216	37,403,515
Costs of sales		(5,017,258)	(4,157,297)	(9,657,731)
Gross profit		14,948,232	11,962,919	27,745,784
Administrative expenses		(13,842,650)	(11,498,272)	(27,019,242)
Operating profit		1,105,582	464,647	726,542
Reconciliation to adjusted EBITDA*				
Operating profit		1,105,582	464,647	726,542
Depreciation	7	1,207,086	929,467	1,963,891
Share option charge		181,094	144,594	258,195
Exceptional items	3	514,443	872,009	3,200,643
*Adjusted earnings before exceptional items, share option charge, interest, taxation, depreciation and amortisation		2009 205	2 440 747	6440.074
depreciation and amortisation		3,008,205	2,410,717	6,149,271
Finance costs		(173,725)	(542,833)	(986,560)
Profit/(loss) before tax		931,857	(78,186)	(260,018)
Tax (expense)/credit	4	(176,082)	31,274	(456,423)
Profit/(loss) for the period and total comprehensive income		755,775	(46,912)	(716,441)
Earnings per share				
Basic earnings/(loss) per share (p)	5	1.34	(0.18)	(2.45)
Diluted earnings/(loss) per share (p)	5	1.33	(0.18)	(2.45)

All activities comprise continuing operations. There are no recognised gains or losses other than those passing through the statement of comprehensive income.

# CONSOLIDATED STATEMENT OF FINANCIAL POSITION

as at 1 July 2018

Longithed 26 weeks ended 1 July 25 June 25 Jun	<u>-</u>				
Assets         Non-current           Intangible assets         8         3,089,681         1,489,714         2,524,681           Property, plant and equipment         7         78,589,969         52,528,067         67,947,419           Total non-current assets         81,679,650         54,017,781         70,472,100           Current         1nventories         580,357         481,537         553,909           Trade and other receivables         1,995,232         1,383,769         1,652,888           Cash and cash equivalents         2,841,740         1,479,497         6,414,854           Total current assets         5,417,329         3,344,803         8,621,651           Total assets         5,417,329         3,344,803         8,621,651           Total assets         5,417,329         3,344,803         8,621,651           Total current liabilities         (7,714,524)         (4,669,142)         (6,147,068)           Borrowings         (7,714,524)         (4,984,782)         (6,391,775)           Non-current         (310,000)         (20,919,867)         -           Dother payables         (7,000,000)         (20,919,867)         -           Other payables         (310,000)         (21,272)         (310,000)			26 weeks ended	26 weeks ended	53 weeks ended
Non-current   Intangible assets   8   3,089,681   1,489,714   2,524,681   Property, plant and equipment   7   78,589,969   52,528,067   67,947,419   Total non-current assets   81,679,650   54,017,781   70,472,100   Total non-current assets   1,995,232   1,383,769   1,652,888   1,995,232   1,383,769   1,652,888   1,995,232   1,383,769   1,652,888   1,995,232   1,383,769   1,652,888   1,995,232   1,383,769   1,652,888   1,995,232   1,383,769   1,652,888   1,995,232   1,383,769   1,652,888   1,995,232   1,383,769   1,652,888   1,995,232   1,383,769   1,652,888   1,301,301,301   1,479,497   6,414,854   1,479,497   6,414,854   1,479,497   6,414,854   1,479,497   6,414,854   1,479,497   6,414,854   1,479,497   6,414,854   1,479,497   6,414,854   1,479,497   6,414,854   1,479,497   6,414,854   1,479,497   6,414,854   1,479,497   6,414,854   1,479,497   6,414,854   1,479,497   6,414,854   1,479,497   6,414,854   1,479,497   6,414,854   1,479,497   6,414,854   1,479,497   6,414,854   1,479,497   6,414,854   1,479,497   6,414,854   1,479,497   6,414,879   1,479,497   6,414,879   1,479,497   6,414,879   1,479,497		Notes		,	,
Intangible assets   8   3,089,681   1,489,714   2,524,681   Property, plant and equipment   7   78,589,969   52,528.067   67,947.419   Total non-current assets   81,679,650   54,017,781   70,472,100   Current     Inventories   580,357   481,537   553,909     Trade and other receivables   1,995,232   1,383,769   1,652,888     Cash and cash equivalents   2,841,740   1,479,497   6,414,854     Total current assets   5,417,329   3,344,803   8,621,651     Total assets   87,096,979   57,362,584   79,093,751     Liabilities   Current liabilities     Trade and other payables   (7,714,524)   (4,669,142)   (6,147,068)     Borrowings   7,714,524   (4,689,142)   (6,391,775)     Non-current     Borrowings   (7,000,000)   (20,919,867)   - 0	Assets	140103			
Property, plant and equipment         7         78,589,969         52,528,067         67,947,419           Total non-current assets         81,679,650         54,017,781         70,472,100           Current         Inventories         580,357         481,537         553,909           Trade and other receivables         1,995,232         1,383,769         1,652,888           Cash and cash equivalents         2,841,740         1,479,497         6,414,854           Total current assets         5,417,329         3,344,803         8,621,651           Total assets         87,096,979         57,362,584         79,093,751           Liabilities         7         7,714,524)         (4,669,142)         (6,147,068)           Borrowings         7         (315,640)         (244,707)           Total current liabilities         (7,714,524)         (4,984,782)         (6,391,775)           Non-current         (7,714,524)         (4,984,782)         (6,391,775)           Non-current         (7,000,000)         (20,919,867)         -           Other payables         (310,000)         (21,272)         (310,000)           Deferred tax liabilities         (1,095,948)         (518,499)         (1,081,823)           Total non-current liabilities<	Non-current				
Total non-current assets         81,679,650         54,017,781         70,472,100           Current         580,357         481,537         553,909           Trade and other receivables         1,995,232         1,383,769         1,652,888           Cash and cash equivalents         2,841,740         1,479,497         6,414,854           Total current assets         5,447,329         3,344,803         8,621,651           Total assets         87,096,979         57,362,584         79,093,751           Liabilities         Current liabilities           Trade and other payables         (7,714,524)         (4,669,142)         (6,147,068)           Borrowings         -         (315,640)         (244,707)           Total current liabilities         (7,714,524)         (4,984,782)         (6,391,775)           Non-current         Non-current           Borrowings         (7,000,000)         (20,919,867)         -           Other payables         (310,000)         (21,272)         (310,000)           Deferred tax liabilities         (1,095,948)         (518,499)         (1,081,823)           Total non-current liabilities         (8,405,948)         (21,459,638)         (1,391,823)           Total liabilities	Intangible assets	8	3,089,681	1,489,714	2,524,681
Current         580,357         481,537         553,909           Trade and other receivables         1,995,232         1,383,769         1,652,888           Cash and cash equivalents         2,841,740         1,479,497         6,414,854           Total current assets         5,417,329         3,344,803         8,621,651           Total assets         87,096,979         57,362,584         79,093,751           Liabilities           Current liabilities         (7,714,524)         (4,669,142)         (6,147,068)           Borrowings         -         (315,640)         (244,707)           Total current liabilities         (7,714,524)         (4,984,782)         (6,391,775)           Non-current         8         (310,000)         (20,919,867)         -           Other payables         (310,000)         (20,919,867)         -           Other payables         (310,000)         (21,272)         (310,000)           Deferred tax liabilities         (1,095,948)         (518,499)         (1,081,823)           Total non-current liabilities         (8,405,948)         (21,459,638)         (1,391,823)           Total stilibilities         (16,120,472)         (26,444,420)         (7,783,598)           Net assets <td< th=""><td>Property, plant and equipment</td><td>7</td><td>78,589,969</td><td>52,528,067</td><td>67,947,419</td></td<>	Property, plant and equipment	7	78,589,969	52,528,067	67,947,419
Inventories         580,357         481,537         553,909           Trade and other receivables         1,995,232         1,383,769         1,652,888           Cash and cash equivalents         2,841,740         1,479,497         6,414,854           Total current assets         5,417,329         3,344,803         8,621,651           Total assets         87,096,979         57,362,584         79,093,751           Liabilities           Current liabilities         (7,714,524)         (4,669,142)         (6,147,068)           Borrowings         -         (315,640)         (244,707)           Total current liabilities         (7,714,524)         (4,984,782)         (6,391,775)           Non-current         8         (7,7000,000)         (20,919,867)         -           Other payables         (310,000)         (21,272)         (310,000)           Deferred tax liabilities         (1,095,948)         (518,499)         (1,081,823)           Total non-current liabilities         (8,405,948)         (21,459,638)         (1,391,823)           Total liabilities         (16,120,472)         (26,444,420)         (7,783,598)           Net assets         70,976,507         30,918,164         71,310,153           Equity	Total non-current assets		81,679,650	54,017,781	70,472,100
Trade and other receivables         1,995,232         1,383,769         1,652,888           Cash and cash equivalents         2,841,740         1,479,497         6,414,854           Total current assets         5,417,329         3,344,803         8,621,651           Total assets         87,096,979         57,362,584         79,093,751           Liabilities         Current liabilities           Trade and other payables         (7,714,524)         (4,669,142)         (6,147,068)           Borrowings         -         (315,640)         (244,707)           Total current liabilities         (7,714,524)         (4,984,782)         (6,391,775)           Non-current         Borrowings         (7,000,000)         (20,919,867)         -           Other payables         (310,000)         (21,272)         (310,000)           Deferred tax liabilities         (1,095,948)         (518,499)         (1,081,823)           Total non-current liabilities         (8,405,948)         (21,459,638)         (1,391,823)           Total liabilities         (16,120,472)         (26,444,420)         (7,783,598)           Net assets         70,976,507         30,918,164         71,310,153           Equity           Share premium         33,58	Current				
Cash and cash equivalents         2,841,740         1.479,497         6,414,854           Total current assets         5,417,329         3,344,803         8,621,651           Total assets         87,096,979         57,362,584         79,093,751           Liabilities         Current liabilities           Trade and other payables         (7,714,524)         (4,669,142)         (6,147,068)           Borrowings         -         (315,640)         (244,707)           Total current liabilities         (7,714,524)         (4,984,782)         (6,391,775)           Non-current         Borrowings         (7,000,000)         (20,919,867)         -         -           Other payables         (310,000)         (21,272)         (310,000)         -	Inventories		580,357	481,537	553,909
Total current assets         5,417,329         3,344,803         8,621,651           Total assets         87,096,979         57,362,584         79,093,751           Liabilities         Current liabilities           Trade and other payables         (7,714,524)         (4,669,142)         (6,147,068)           Borrowings         - (315,640)         (244,707)           Total current liabilities         (7,714,524)         (4,984,782)         (6,391,775)           Non-current         8         (7,000,000)         (20,919,867)         -           Other payables         (310,000)         (21,272)         (310,000)           Deferred tax liabilities         (1,095,948)         (518,499)         (1,081,823)           Total non-current liabilities         (8,405,948)         (21,459,638)         (1,391,823)           Total liabilities         (16,120,472)         (26,444,420)         (7,783,598)           Net assets         70,976,507         30,918,164         71,310,153           Equity           Share capital         29,196,167         12,934,904         28,233,667           Share premium         33,586,189         97,000         31,276,189           Own shares (JSOP)         (3,272,500)         -         - <td>Trade and other receivables</td> <td></td> <td>1,995,232</td> <td>1,383,769</td> <td>1,652,888</td>	Trade and other receivables		1,995,232	1,383,769	1,652,888
Total assets         87,096,979         57,362,584         79,093,751           Liabilities         Current liabilities           Trade and other payables         (7,714,524)         (4,669,142)         (6,147,068)           Borrowings         - (315,640)         (244,707)           Total current liabilities         (7,714,524)         (4,984,782)         (6,391,775)           Non-current         Borrowings         (7,000,000)         (20,919,867)         -           Other payables         (310,000)         (21,272)         (310,000)           Deferred tax liabilities         (1,095,948)         (518,499)         (1,081,823)           Total non-current liabilities         (8,405,948)         (21,459,638)         (1,391,823)           Total liabilities         (16,120,472)         (26,444,420)         (7,783,598)           Net assets         70,976,507         30,918,164         71,310,153           Equity         Share capital         29,196,167         12,934,904         28,233,667           Share premium         33,586,189         97,000         31,276,189           Own shares (JSOP)         (3,272,500)         -         -           Convertible preference share (CPS)         -         5,532,076	Cash and cash equivalents		2,841,740	1,479,497	6,414,854
Liabilities           Current liabilities         (7,714,524)         (4,669,142)         (6,147,068)           Borrowings         - (315,640)         (244,707)           Total current liabilities         (7,714,524)         (4,984,782)         (6,391,775)           Non-current         - (7,000,000)         (20,919,867)            Other payables         (310,000)         (21,272)         (310,000)           Deferred tax liabilities         (1,095,948)         (518,499)         (1,081,823)           Total non-current liabilities         (8,405,948)         (21,459,638)         (1,391,823)           Total liabilities         (16,120,472)         (26,444,420)         (7,783,598)           Net assets         70,976,507         30,918,164         71,310,153           Equity         Share capital         29,196,167         12,934,904         28,233,667           Share premium         33,586,189         97,000         31,276,189           Own shares (JSOP)         (3,272,500)         -         -           Convertible preference share (CPS)         -         5,532,076         -           Other reserve         92,042         90,000         92,042           Share-based payment reserve         507,458	Total current assets		5,417,329	3,344,803	8,621,651
Current liabilities         (7,714,524)         (4,669,142)         (6,147,068)           Borrowings         - (315,640)         (244,707)           Total current liabilities         (7,714,524)         (4,984,782)         (6,391,775)           Non-current         Borrowings         (7,000,000)         (20,919,867)         -           Other payables         (310,000)         (21,272)         (310,000)           Deferred tax liabilities         (1,095,948)         (518,499)         (1,081,823)           Total non-current liabilities         (8,405,948)         (21,459,638)         (1,391,823)           Total liabilities         (16,120,472)         (26,444,420)         (7,783,598)           Net assets         70,976,507         30,918,164         71,310,153           Equity         Share capital         29,196,167         12,934,904         28,233,667           Share premium         33,586,189         97,000         31,276,189           Own shares (JSOP)         (3,272,500)         -         -           Convertible preference share (CPS)         -         5,532,076         -           Other reserve         92,042         90,000         92,042           Share-based payment reserve         507,458	Total assets		87,096,979	57,362,584	79,093,751
Trade and other payables         (7,714,524)         (4,669,142)         (6,147,068)           Borrowings         - (315,640)         (244,707)           Total current liabilities         (7,714,524)         (4,984,782)         (6,391,775)           Non-current         Borrowings         (7,000,000)         (20,919,867)         -           Other payables         (310,000)         (21,272)         (310,000)           Deferred tax liabilities         (1,095,948)         (518,499)         (1,081,823)           Total non-current liabilities         (8,405,948)         (21,459,638)         (1,391,823)           Total liabilities         (16,120,472)         (26,444,420)         (7,783,598)           Net assets         70,976,507         30,918,164         71,310,153           Equity         29,196,167         12,934,904         28,233,667           Share capital         29,196,167         12,934,904         28,233,667           Share premium         33,586,189         97,000         31,276,189           Own shares (JSOP)         (3,272,500)         -         -           Convertible preference share (CPS)         -         5,532,076         -           Other reserve         92,042         90,000         92,042	Liabilities				
Borrowings         -         (315,640)         (244,707)           Total current liabilities         (7,714,524)         (4,984,782)         (6,391,775)           Non-current         Cother payables         (7,000,000)         (20,919,867)         -           Other payables         (310,000)         (21,272)         (310,000)           Deferred tax liabilities         (1,095,948)         (518,499)         (1,081,823)           Total non-current liabilities         (8,405,948)         (21,459,638)         (1,391,823)           Total liabilities         (16,120,472)         (26,444,420)         (7,783,598)           Net assets         70,976,507         30,918,164         71,310,153           Equity         Share capital         29,196,167         12,934,904         28,233,667           Share premium         33,586,189         97,000         31,276,189           Own shares (JSOP)         (3,272,500)         -         -           Convertible preference share (CPS)         -         5,532,076         -           Other reserve         92,042         90,000         92,042           Share-based payment reserve         507,458         942,673         326,364           Retained earnings         10,867,151         <	Current liabilities				
Total current liabilities         (7,714,524)         (4,984,782)         (6,391,775)           Non-current         Borrowings         (7,000,000)         (20,919,867)         —           Other payables         (310,000)         (21,272)         (310,000)           Deferred tax liabilities         (1,095,948)         (518,499)         (1,081,823)           Total non-current liabilities         (8,405,948)         (21,459,638)         (1,391,823)           Total liabilities         (16,120,472)         (26,444,420)         (7,783,598)           Net assets         70,976,507         30,918,164         71,310,153           Equity           Share capital         29,196,167         12,934,904         28,233,667           Share premium         33,586,189         97,000         31,276,189           Own shares (JSOP)         (3,272,500)         —         —           Convertible preference share (CPS)         —         5,532,076         —           Other reserve         92,042         90,000         92,042           Share-based payment reserve         507,458         942,673         326,364           Retained earnings         10,867,151         11,321,511         11,381,891	Trade and other payables		(7,714,524)	(4,669,142)	(6,147,068)
Non-current         (7,000,000)         (20,919,867)         —           Other payables         (310,000)         (21,272)         (310,000)           Deferred tax liabilities         (1,095,948)         (518,499)         (1,081,823)           Total non-current liabilities         (8,405,948)         (21,459,638)         (1,391,823)           Total liabilities         (16,120,472)         (26,444,420)         (7,783,598)           Net assets         70,976,507         30,918,164         71,310,153           Equity         Share capital         29,196,167         12,934,904         28,233,667           Share premium         33,586,189         97,000         31,276,189           Own shares (JSOP)         (3,272,500)         —         —           Convertible preference share (CPS)         —         5,532,076         —           Other reserve         92,042         90,000         92,042           Share-based payment reserve         507,458         942,673         326,364           Retained earnings         10,867,151         11,321,511         11,381,891	Borrowings		_	(315,640)	(244,707)
Borrowings         (7,000,000)         (20,919,867)         -           Other payables         (310,000)         (21,272)         (310,000)           Deferred tax liabilities         (1,095,948)         (518,499)         (1,081,823)           Total non-current liabilities         (8,405,948)         (21,459,638)         (1,391,823)           Total liabilities         (16,120,472)         (26,444,420)         (7,783,598)           Net assets         70,976,507         30,918,164         71,310,153           Equity         Share capital         29,196,167         12,934,904         28,233,667           Share premium         33,586,189         97,000         31,276,189           Own shares (JSOP)         (3,272,500)         -         -           Convertible preference share (CPS)         -         5,532,076         -           Other reserve         92,042         90,000         92,042           Share-based payment reserve         507,458         942,673         326,364           Retained earnings         10,867,151         11,321,511         11,381,891	Total current liabilities		(7,714,524)	(4,984,782)	(6,391,775)
Other payables         (310,000)         (21,272)         (310,000)           Deferred tax liabilities         (1,095,948)         (518,499)         (1,081,823)           Total non-current liabilities         (8,405,948)         (21,459,638)         (1,391,823)           Total liabilities         (16,120,472)         (26,444,420)         (7,783,598)           Net assets         70,976,507         30,918,164         71,310,153           Equity         29,196,167         12,934,904         28,233,667           Share capital         29,196,167         12,934,904         28,233,667           Share premium         33,586,189         97,000         31,276,189           Own shares (JSOP)         (3,272,500)         -         -         -           Convertible preference share (CPS)         -         5,532,076         -         -           Other reserve         92,042         90,000         92,042           Share-based payment reserve         507,458         942,673         326,364           Retained earnings         10,867,151         11,321,511         11,381,891	Non-current				
Deferred tax liabilities         (1,095,948)         (518,499)         (1,081,823)           Total non-current liabilities         (8,405,948)         (21,459,638)         (1,391,823)           Total liabilities         (16,120,472)         (26,444,420)         (7,783,598)           Net assets         70,976,507         30,918,164         71,310,153           Equity         Share capital         29,196,167         12,934,904         28,233,667           Share premium         33,586,189         97,000         31,276,189           Own shares (JSOP)         (3,272,500)         -         -           Convertible preference share (CPS)         -         5,532,076         -           Other reserve         92,042         90,000         92,042           Share-based payment reserve         507,458         942,673         326,364           Retained earnings         10,867,151         11,321,511         11,381,891	Borrowings		(7,000,000)	(20,919,867)	-
Total non-current liabilities         (8,405,948)         (21,459,638)         (1,391,823)           Total liabilities         (16,120,472)         (26,444,420)         (7,783,598)           Net assets         70,976,507         30,918,164         71,310,153           Equity         29,196,167         12,934,904         28,233,667           Share capital         29,196,167         12,934,904         28,233,667           Share premium         33,586,189         97,000         31,276,189           Own shares (JSOP)         (3,272,500)         -         -         -           Convertible preference share (CPS)         -         5,532,076         -         -           Other reserve         92,042         90,000         92,042           Share-based payment reserve         507,458         942,673         326,364           Retained earnings         10,867,151         11,321,511         11,381,891	Other payables		(310,000)	(21,272)	(310,000)
Total liabilities         (16,120,472)         (26,444,420)         (7,783,598)           Net assets         70,976,507         30,918,164         71,310,153           Equity         Share capital         29,196,167         12,934,904         28,233,667           Share premium         33,586,189         97,000         31,276,189           Own shares (JSOP)         (3,272,500)         -         -         -           Convertible preference share (CPS)         -         5,532,076         -         -           Other reserve         92,042         90,000         92,042           Share-based payment reserve         507,458         942,673         326,364           Retained earnings         10,867,151         11,321,511         11,381,891	Deferred tax liabilities		(1,095,948)	(518,499)	(1,081,823)
Net assets         70,976,507         30,918,164         71,310,153           Equity         29,196,167         12,934,904         28,233,667           Share premium         33,586,189         97,000         31,276,189           Own shares (JSOP)         (3,272,500)         -         -         -           Convertible preference share (CPS)         -         5,532,076         -         -           Other reserve         92,042         90,000         92,042           Share-based payment reserve         507,458         942,673         326,364           Retained earnings         10,867,151         11,321,511         11,381,891	Total non-current liabilities		(8,405,948)	(21,459,638)	(1,391,823)
Equity         29,196,167         12,934,904         28,233,667           Share premium         33,586,189         97,000         31,276,189           Own shares (JSOP)         (3,272,500)         -         -           Convertible preference share (CPS)         -         5.532,076         -           Other reserve         92,042         90,000         92,042           Share-based payment reserve         507,458         942,673         326,364           Retained earnings         10,867,151         11,321,511         11,381,891	Total liabilities		(16,120,472)	(26,444,420)	(7,783,598)
Share capital         29,196,167         12,934,904         28,233,667           Share premium         33,586,189         97,000         31,276,189           Own shares (JSOP)         (3,272,500)         -         -         -           Convertible preference share (CPS)         -         5,532,076         -         -           Other reserve         92,042         90,000         92,042           Share-based payment reserve         507,458         942,673         326,364           Retained earnings         10,867,151         11,321,511         11,381,891	Net assets		70,976,507	30,918,164	71,310,153
Share premium       33,586,189       97,000       31,276,189         Own shares (JSOP)       (3,272,500)       -       -         Convertible preference share (CPS)       -       5,532,076       -         Other reserve       92,042       90,000       92,042         Share-based payment reserve       507,458       942,673       326,364         Retained earnings       10,867,151       11,321,511       11,381,891	Equity				
Own shares (JSOP)       (3,272,500)       -       -         Convertible preference share (CPS)       -       5.532,076       -         Other reserve       92,042       90,000       92,042         Share-based payment reserve       507,458       942,673       326,364         Retained earnings       10,867,151       11,321,511       11,381,891	Share capital		29,196,167	12,934,904	28,233,667
Convertible preference share (CPS)       –       5.532,076       –         Other reserve       92,042       90,000       92,042         Share-based payment reserve       507,458       942,673       326,364         Retained earnings       10,867,151       11,321,511       11,381,891	Share premium		33,586,189	97,000	31,276,189
Other reserve         92,042         90,000         92,042           Share-based payment reserve         507,458         942,673         326,364           Retained earnings         10,867,151         11,321,511         11,381,891	Own shares (JSOP)		(3,272,500)	_	_
Share-based payment reserve         507,458         942,673         326,364           Retained earnings         10,867,151         11,321,511         11,381,891	Convertible preference share (CPS)		_	5,532,076	-
Retained earnings <b>10,867,151</b> 11,321,511 11,381,891	Other reserve		92,042	90,000	92,042
	Share-based payment reserve		507,458	942,673	326,364
<b>Total equity 70,976,507</b> 30,918,164 71,310,153	Retained earnings		10,867,151		11,381,891
	Total equity		70,976,507	30,918,164	71,310,153

# CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

or the 26 weeks ended 1 July 2018

	Share	Share	
	capital	premium	
Balance at 25 December 2016 (Audited)	12,934,904	97,000	
Employee share-based compensation	-	-	
Dividends	_	_	
Transactions with owners	_	_	
Loss for the period	_	_	
Total comprehensive income for the period	-	-	
Balance at 25 June 2017 (Unaudited)	12,934,904	97,000	
For the control of th			
Employee share-based compensation	-	_	
Issue of new shares prior to exchange for shares in subsidiary	69,114	- (	
Reclassification of CPS debt on conversion of equity	_	(144,906)	
Re-designation of CPS into ordinary shares	3,208,268	7,058,186	
Issue of new shares	11,455,256	24,904,784	
Bonus issue of B Shares	588,000	(588,000)	
Purchase of own shares	(21,875)	(50,875)	
Share options exercised	_	_	
Transactions with owners	15,298,763	31,179,189	
Loss for the period	_		
Total comprehensive income for the period	_	_	
Balance at 31 December 2017 (Audited)	28,233,667	31,276,189	
Faralaya alama laggad garagagatian			
Employee share-based compensation	_	_	
Dividends Purchase of JSOP shares	-	-	
	962,500	2,310,000	
Transactions with owners	962,500	2,310,000	
Profit for the period	_	_	
Total comprehensive income for the period	_	_	
Balance at 1 July 2018 (Unaudited)	29,196,167	33,586,189	
batarioo at 2 Jaty 2010 (Oridualtea)	-9,190,10/	33,300,109	

Own shares (JSOP)	Convertible preference share ("CPS")	Other reserve	Share-based payment reserve	Retained earnings	Total
-	5,532,076	90,000	798,079	11,756,110	31,208,169
_	_	_	144,594	_	144,594
_	_	_	_	(387,687)	(387,687)
_	_	_	144,594	(387,687)	(243,093)
_	_	_	_	(46,912)	(46,912)
_	-	_	_	(46,912)	(46,912)
_	5,532,076	90,000	942,673	11,321,511	30,918,164
			113,601		113,601
		146,948	113,001		216,062
_	4,734,378	(144,906)			4,444,566
_	(10,266,454)	(144,900)	_	_	4,444,500
_	(10,200,454)	_	_	_	36,360,040
_	_	_	_	_	50,500,040
_	_	_	_	_	(72,750)
_	_	_	(729,910)	729,910	(/2,/50/
_	(5,532,076)	2,042	(616,309)	729,910	41,061,519
_	-		-	(669,530)	(669,530)
_	_	_	_	(669,530)	(669,530)
				10 0 0,000 0	10 0 0,000 0,
-	-	92,042	326,364	11,381,891	71,310,153
-	_	-	181,094	-	181,094
-	_	-	_	(1,270,515)	(1,270,515)
(3,272,500)	_		_	_	
(3,272,500)	_		181,094	(1,270,515)	(1,089,421)
_	_	_	_	755,775	755,775
_	_		_	755,775	755,775
(3,272,500)	_	92,042	507,458	10,867,151	70,976,507
5. 2 78		<u> </u>			

# **CONSOLIDATED STATEMENT OF CASH FLOWS**

for the 26 weeks ended 1 July 2018

	Unaudited 26 weeks ended 1 July 2018 £	Unaudited 26 weeks ended 25 June 2017 £	Audited 53 weeks ended 31 December 2017 £
Cash flows from operating activities			
Profit/(loss) for the period	755,775	(46,912)	(716,441)
Taxation	176,082	(31,274)	456,423
Finance costs	173,725	542,833	986,560
Operating profit	1,105,582	464,647	726,542
Adjustments for:			
Depreciation	1,207,086	929,467	1,963,891
Share-based payment charge	181,094	144,594	258,195
Impairment	-	450,000	450,000
Change in inventories	(26,448)	(15,218)	(87,590)
Change in trade and other receivables	(342,344)	(168,380)	(366,233)
Change in trade and other payables	239,091	(641,568)	1,252,254
Cash generated from operations	2,364,061	1,163,542	4,197,059
Tax paid	(104,107)	(24,970)	(150,832)
Net cash from operating activities	2,259,954	1,138,572	4,046,227
Cash flows from investing activities			
Purchase of property, plant and equipment	(7,082,636)	(2,892,419)	(7,610,731)
Acquisition of new property sites	(5,332,000)	(719,000)	(11,454,000)
Net cash used in investing activities	(12,414,636)	(3,611,419)	(19,064,731)
Cash flows from financing activities			
Proceeds from issue of share capital	-	-	34,678,775
Repayment of borrowings	-	_	(13,610,040)
Dividends paid	-	_	(227,092)
Purchase of own shares	-	-	(72,750)
Proceeds from new borrowings	7,000,000	2,914,950	_
Interest paid	(418,432)	(227,192)	(600,121)
Net cash from financing activities	6,581,568	2,687,758	20,168,772
Net change in cash and cash equivalents	(3,573,114)	214,911	5,150,268
Cash and cash equivalents at the start of the period	6,414,854	1,264,586	1,264,586
Cash and cash equivalents at the end of the period	2,841,740	1,479,497	6,414,854
<u> </u>			

### NOTES TO THE FINANCIAL STATEMENTS

for the 26 weeks ended 1 July 2018

### 1 Basis of preparation

This interim report was approved by the board on 19 September 2018. The interim financial statements are unaudited and are not the Group's statutory accounts as defined in section 434 of the Companies Act 2006.

The consolidated interim financial statements have been prepared under IFRS as adopted by the European Union and on the basis of the accounting policies set out in the statutory accounts of The City Pub Group plc, for the period ended 31 December 2017, with the exception of the changes outlined in note 2. The financial statements have not been prepared (and are not required to be prepared) in accordance with IAS 34: 'Interim Financial Reporting'. They do not include any of the information required for full annual financial statements and should be read in conjunction with the consolidated financial statements of the Group for the period ended 31 December 2017.

Statutory accounts for the period ended 31 December 2017 have been delivered to the Registrar of Companies. These accounts contain an unqualified audit report under Section 495 of the Companies Act 2006, which did not make any statements under Section 498 of the Companies Act 2006.

The interim report is presented in Great British Pounds and all values are rounded to the nearest pound, except where otherwise indicated.

This interim report has been prepared in accordance with the AIM Rules issued by the London Stock Exchange.

### 2 Changes in accounting policies

This note explains the impact of the adoption of IFRS 9 Financial Instruments and IFRS 15 Revenue from Contracts With Customers on the Group's financial statements and also discloses the new accounting policies that have been applied from 1 January 2018.

IFRS 9: Financial instruments was effective for periods commencing on or after 1 January 2018. The new standard impacts classification, measurement and disclosure of financial assets and financial liabilities. On adoption there were no material impacts on the Group's financial performance or financial position. No prior year balances required re-statement, as there were no changes to classification or measurement.

IFRS 15: Revenue from Contracts with Customers became effective for periods commencing on or after 1 January 2018. The core principle is that an entity will recognise revenue at an amount that reflects the consideration to which the entity expects to be entitled in exchange for transferring goods or service to a customer. The Group's revenue streams are not based on a number of performance obligations within a contract, but at a point of sale and therefore there are no material changes to the Group's financial performance or financial position on adoption of this Standard.

## NOTES TO THE FINANCIAL STATEMENTS CONT'D

for the 26 weeks ended 1 July 2018

### 2 Changes in accounting policies continued

Investment in own shares (JSOP): The Group announced the establishment of Joint Share Ownership Plan ("JSOP") in January 2018. This resulted in the purchase of the Group's own shares and the creation of an Employee Benefit Trust. The Group's policy in respect of the investment in own shares are to account for the purchase at cost and as a deduction from reserves.

### 3 Exceptional items

	Unaudited 26 weeks ended 1 July 2018	Unaudited 26 weeks ended 25 June 2017 £	Audited 53 weeks ended 31 December 2017 £
Pre opening costs	449,747	379,832	852,718
Impairment of a pub site (note 7)	_	450,000	450,000
Other non recurring items	64,696	42,177	1,897,925
	514,443	872,009	3,200,643

Other non-recurring items include IPO costs expensed totalling £1,841,190 for the period ended 31 December 2017.

### 4 Tax charge on profit/(loss) on ordinary activities

The taxation charge is calculated by applying the Directors' best estimate of the annual effective tax rate to the profit for the period. All items of taxation are reflected through the Statement of Comprehensive Income.

	Unaudited 26 weeks ended 1 July 2018 £	Unaudited 26 weeks ended 25 June 2017 £	Audited 53 weeks ended 31 December 2017 £
Current income tax:			
Current income tax charge	161,957	(15,676)	335,014
Adjustments in respect of previous period	_	_	44,114
Total current income tax	161,957	(15,676)	379,128
<b>Deferred tax:</b> Origination and reversal			
of temporary differences	14,125	(15,598)	85,229
Adjustments in respect of previous period	-	_	(7,934)
Total deferred tax	14,125	(15,598)	77,295
Total tax	176,082	(31,274)	456,423

### 5 Earnings per share

• .			
	Unaudited 26 weeks ended 1 July 2018	Unaudited 26 weeks ended 25 June 2017 £	Audited 53 weeks ended 31 December 2017 £
Earnings/(loss) for the period			
attributable to Shareholders	755,775	(46,912)	(716,441)
Earnings/(loss) per share:			
Basic earnings/(loss) per share (p)	1.34	(0.18)	(2.45)
Diluted earnings/(loss) per share (p)	1.33	(0.18)	(2.45)

	Number of shares	Number of shares	Number of shares
Weighted average number of shares:			
Weighted average shares for basic EPS	56,467,333	25,845,809	29,189,803
Effect of share options in issue	374,862	n/a	n/a
Weighted average shares for			
diluted earnings per share	56,842,195	n/a	n/a

### 6 Dividends

The Company declared a dividend of 2.25p per ordinary share during the year ended 31 December 2017, which was approved at the Annual General Meeting on 14 May 2018. The dividend payable of £1,270,515 has been accrued as at 1 July 2018 and deducted from retained earnings.

After the period end £1,087,465 of the dividend was paid in cash and £183,050 was distributed as a scrip dividend.

# NOTES TO THE FINANCIAL STATEMENTS CONT'D

for the 26 weeks ended 1 July 2018

## 7 Property, plant and equipment

Group	Freehold & leasehold property £	Fixtures, fittings and computers £	Total £
Cost			
At 25 December 2016 (Audited)	43,624,547	11,867,609	55,492,156
Additions	1,696,589	1,195,830	2,892,419
Acquisitions	387,149	201,850	588,999
At 25 June 2017 (Unaudited)	45,708,285	13,265,289	58,973,574
Additions	2,957,497	1,760,815	4,718,312
Acquisitions	10,922,316	813,148	11,735,464
At 31 December 2017 (Audited)	59,588,098	15,839,252	75,427,350
Additions	5,793,285	1,289,351	7,082,636
Acquisitions (Note 8)	4,473,252	293,748	5,332,000
At 1 July 2018 (Unaudited)	69,854,635	17,422,351	87,276,986
Depreciation At 25 December 2016 (Audited)	918,785	4,147,255	5,066,040
Provided during the period	130,041	799,426	929,467
Impairment	237,000	213,000	450,000
At 25 June 2017 (Unaudited)	1,285,826	5,159,681	6,445,507
Provided during the period	146,255	888,169	1,034,424
At 31 December 2017 (Audited)	1,432,081	6,047,850	7,479,931
Provided during the period	148,808	1,058,278	1,207,086
At 1 July 2018 (Unaudited)	1,580,889	7,106,128	8,687,017
Net book value	606		-000
At 1 July 2018 (Unaudited)	68,273,746	10,316,223	78,589,969
At 31 December 2017 (Audited)	58,156,017	9,791,402	67,947,419
At 25 June 2017 (Unaudited)	44,422,459	8,105,608	52,528,067
At 25 December 2016 (Audited)	42,705,762	7,720,354	50,426,116

During the period ended 25 June 2017 the group has made a provision for impairment against a site in Bristol, due to poor performance and it has been reduced to its fair value less costs to sell.

### 8 Business combinations

During the period ended 1 July 2018 the Group has acquired four new sites for a combined consideration of £5,332,000, which was all satisfied in cash.

In January 2018 the Group acquired the Belle Vue, a freehold pub in Clapham for the consideration of £2,875,000. Following a minor refurbishment, the site opened for trading towards the end of February 2018.

In March 2018 the Group completed on a freehold site in Cardiff for the consideration of £1,075,000, the Pontcanna Inn, which opened in June 2018 after a major refurbishment.

The Group completed on the leasehold of The Covent Garden Pub in London in April 2018 for the consideration of £1,215,000, which opened in April 2018. The site will close for a refurbishment in the second half of the year.

The Group completed on the leasehold of The Summertown site in Oxford for the consideration of £167,000 in May 2018, which is expected to open in Q4 2018.

All of the above acquisitions were part of the Group's continuing strategy to expand its pub portfolio via selective quality acquisitions.

	Unaudited 26 weeks ended 1 July 2018 £
Fair value:	
Property, plant and equipment acquired	4,767,000
Goodwill	565,000
Total	5,332,000
Satisfied by:	
Cash	5,332,000
Total	5,332,000

### NOTES TO THE FINANCIAL STATEMENTS CONT'D

for the 26 weeks ended 1 July 2018

### 9 Events after the reporting period

The Group settled the final dividend, which was approved at the AGM in May 2018, on 2 July 2018.

On the 9 of July 2018 the Company completed on the Traveller's Friend in Woodford Green, a freehold site which started trading on completion.

On the 24 of July 2018 the Company also completed on two Jam Trees sites which are both leasehold, located in Chelsea and Clapham Junction. Both sites started trading on completion.

In August the Company completed on a leasehold site in Brighton, named Alfresco which also started trading on completion. The site will close for refurbishment in the second half of the year.

# DIRECTORS, OFFICERS AND COMPANY INFORMATION

**Directors** Clive Watson ACA – Chairman

Rupert Clark – Managing Director Alex Derrick – Managing Director

Tarquin Williams ACMA – Chief Financial Officer

John Roberts – Non Executive Director Richard Prickett – Non Executive Director Neil Griffiths – Non Executive Director

Secretary and Registered Office James Dudgeon

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