FINANCIAL STATEMENTS 31st MARCH 2016



CONTENTS

| | Page |
|--|---------|
| Company information | 1 |
| Report of the directors | 2 - 4 |
| Auditor's Report | 5 - 6 |
| Consolidated statement of comprehensive income | 7 |
| Consolidated balance sheet | 8 |
| Company balance sheet | 9 |
| Consolidated statement of changes in equity | 10 |
| Company statement of changes in equity | . 11 |
| Notes to the financial statements | 12 - 31 |

COMPANY INFORMATION

Directors

C S R Stroyan T.D., W.S. (Chairman)

C N Bardswell

J H Houssemayne Du Boulay (resigned 5th May 2016)

E Y Whittingdale

Secretary

R W Toye

Registered Office

Temple Chambers 3 - 7, Temple Avenue London EC4Y 0HP

Registered Number

15399

Auditor

Scott-Moncrieff Exchange Place 3 Semple Street Edinburgh EH3 8BL

Solicitors

Brodies LLP 15 Atholl Crescent

Edinburgh EH3 8HA

Bankers

The Royal Bank of Scotland plc

Perth Chief Office 12 Dunkeld Road Perth PH1 5RB

REPORT OF THE DIRECTORS

The directors have pleasure in submitting their report together with the audited consolidated financial statements of the company and its subsidiaries for the year ended 31st March 2016.

Principal activities

The principal activities of the company and its subsidiaries are investment in shares, property and land together with farming activities in Scotland.

Results and dividend

The group loss for the year before taxation was £1,470,190 (2015: restated profit of £12,354,576). The loss after taxation was £1,114,950 (2015: restated profit of £10,027,011).

The directors do not propose a dividend (2015: £Nil).

Review of the business

The year ended 31st March 2016 proved to be difficult with an operating loss of £47,433. During its course the company bought back and cancelled 35,012 Ordinary Shares of 10p each for a total cost of £1,898,697.

As anticipated the investment company made a much smaller profit when compared to the previous year. This reflected the absence of a special dividend from the USA based companies. Otherwise the investments have performed well when taking into account the volatility of stock markets, particularly in the UK.

A decision to run down the activities of the dealing company was taken early in the year as most of its activities are duplicated in the investment company and the small loss reported for the year was in no way surprising.

In Scotland, the past year proved to be exceptionally hard. Farming continued to be unprofitable with the price of grain well below the cost of growing it. Both the cattle and sheep enterprises suffered from a substantial fall in demand and the bad weather at lambing time was most unhelpful. This also affected the nesting season for grouse and the fall in numbers curtailed the days available to let. The wind farm however, continued to contribute, but at a somewhat lower level.

Prospects for farming in the current year continue to be uncertain although there is some optimism for the price of livestock. The volatility in investment markets is likely to remain while the political scene in Europe is changing. Your directors are fully aware of these problems and will bear them in mind when making decisions.

REPORT OF THE DIRECTORS (continued)

Statement of Directors' responsibilities

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

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

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

- select suitable accounting policies and apply them consistently;
- make judgements and 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 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.

Directors

The directors who held office during the year were:

C S R Stroyan C N Bardswell J H Houssemayne Du Boulay (resigned 5th May 2016) E Y Whittingdale

Fixed assets

Movements in tangible fixed assets are disclosed in Note 7.

The group's Scottish estates are included at a professional valuation of £30,796,550.

REPORT OF THE DIRECTORS (continued)

Financial instruments

The company invests in the equity markets through investment managers appointed on a discretionary basis. The portfolio is largely invested in direct holdings in UK and overseas equities. There is no exposure to fixed interest instruments. Derivative instruments are not used to hedge the portfolios.

Auditor

Scott-Moncrieff is deemed to be reappointed under section 487 (2) of Companies Act 2006.

Directors' Disclosure of Information to Auditors

Each of the persons who are directors at the time when this report is approved has confirmed that:

- so far as each director is aware, there is no relevant audit information of which the company's auditor is unaware; and
- each director has taken all steps that ought to have been taken as a director, including making appropriate enquiries of fellow directors and of the company's auditor for that purpose, in order to be aware of any information needed by the company's auditor in connection with preparing their report and to establish that the company's auditor is aware of that information.

The report of the directors was approved by the Board on 3rd August 2016 and signed on its behalf by:

Roger William Toye

Secretary

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF IOWA LAND COMPANY LIMITED

We have audited the financial statements of Iowa Land Company Limited for the year ended 31st March 2016 which comprise the Consolidated Statement of Comprehensive Income, Consolidated Balance Sheet, Company Balance Sheet, Consolidated Statement of Changes in Equity, Company Statement of Changes in Equity and related notes. The financial reporting framework that has been applied in their preparation is applicable law and Section 1A of FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice as applicable to small entities.

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.

Respective responsibilities of directors and auditors

As explained more fully in the Directors' responsibilities statement, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practice's Board's Ethical Standards for Auditors, including "APB Ethical Standard - Provisions Available for Small Entities (Revised)", in the circumstances set out in note 16 to the financial statements.

Scope of the audit of the financial statements

A description of the scope of an audit of financial statements is provided on the Financial Reporting Council's web-site at www.frc.org.uk/auditscopeukprivate.

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the group's and parent company's affairs as at 31st March 2016 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice applicable to small entities; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF IOWA LAND COMPANY LIMITED (continued)

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements and the Directors' Report has been prepared in accordance with applicable legal requirements.

In the light of the knowledge and understanding of the company and its environment obtained in the course of our audit, we have not identified any material misstatements in the Directors' Report.

Matters on which we are required to report by exception

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

- adequate accounting records have not been kept 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; or
- the directors were not entitled to take advantage of the small companies exemption in preparing the directors' report or from the requirement to prepare a Strategic report.

W Gareth Magee, Senior Statutory Auditor

For and on behalf of Scott-Moncrieff, Statutory Auditor Exchange Place 3
Semple Street
Edinburgh EH3 8BL

Data

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME For the year ended 31st March 2016

| | Note | 2016 | 2015 |
|--|-------------|---|--|
| | | £ | Restated £ |
| Turnover | 2 | 2,540,569 | 3,273,034 |
| Cost of Sales | | (1,402,900) | (1,349,577) |
| Gross Profit | | 1,137,669 | 1,923,457 |
| Administrative expenses | | (1,185,102) | (1,223,715) |
| Operating (Loss)/Profit | | (47,433) | 699,742 |
| Interest receivable and similar income Interest payable and similar charges Gain on disposal of tangible fixed asset (Loss)/gain on disposal of fixed asset investments Exchange gain/(loss) | 5 3 8 | 1,761 (19,369) (35,892) (1,265) 1,132 | (19,983) 10,060 311,330 (2,808) |
| Unrealised (deficit)/surplus on revaluation of heritable property and investments | | (1,369,124) | 11,356,235 |
| (Loss)/profit on ordinary activities before taxation | 3 | (1,470,190) | 12,354,576 |
| Tax on (loss)/profit on ordinary activities | 6 | 355,240 | (2,327,565) |
| (Loss)/profit on ordinary activities after taxation | | (1,114,950) | 10,027,011 |
| Other comprehensive income | | - | - |
| Total comprehensive (deficit)/income for the financial year | | (1,114,950) | 10,027,011 |

CONSOLIDATED BALANCE SHEET

Company Registration No.: 15399 at 31st March 2016

| at 31" March 2016 | Note | 2016 | 2015 Restated |
|---|------|-------------|------------------|
| | | £ | £ |
| Fixed assets Tangible fixed assets | 7 | 31,884,847 | 32,998,424 |
| Investments | 8 | 9,782,755 | 10,459,603 |
| | | 41,667,602 | 43,458,027 |
| Current assets Stocks | | 869,474 | 885,781 |
| Debtors | 9 | 628,408 | 1,133,235 |
| Investments | 9 | 145,341 | 293,826 |
| Cash at bank and in hand | | 157,482 | 837,846 |
| • | | 1,800,705 | 3,150,688 |
| | | 1,000,700 | 3,130,000 |
| Creditors: Amounts falling due within one year | 10 | (1,657,349) | (1,010,725) |
| Net current assets | | 143,356 | 2,139,963 |
| Total assets less current liabilities | | 41,810,958 | 45,597,990 |
| Creditors: Amounts falling due after more than one year | 11 | (118,097) | (499,103) |
| Provisions for liabilities | 12 | (4,141,128) | (4,533,507) |
| Net assets | | 37,551,733 | 40,565,380 |
| Capital and reserves | | | |
| Called up share capital | 14 | 101,341 | 104,842 |
| Share premium account | | 163,163 | 163,163 |
| Capital redemption reserve | | 314,344 | 310,843 |
| Revaluation reserve | | 23,429,130 | 24,241,893 |
| Other reserves | | 119,229 | 119,229 |
| Profit and loss account | | 13,424,526 | 15,625,410 |
| | | <u> </u> | |
| Shareholders' funds | | 37,551,733 | 40,565,380 |
| | | | |

The financial statements were approved and authorised for issue by the Board on 3rd August 2016 and signed on its behalf by:

L. S. R. S. Lingun Colin Strathearn Ropner Stroyan

Director

COMPANY BALANCE SHEET Company Registration No.: 15399 at 31st March 2016

| Note | 2016 | 2015 |
|------|-----------|---|
| | £ | £ |
| Q | 7511754 | 7,511,754 |
| O | 7,311,734 | 7,311,734 |
| | | |
| 9 | 28 | - |
| | 10,985 | 175,027 |
| | 11.013 | 175,027 |
| | 11,015 | 175,027 |
| 10 | (2,722) | (2,715) |
| | 8,291 | 172,312 |
| | 7,520,045 | 7,684,066 |
| | · | |
| 14 | 101,341 | 104,842 |
| | 163,163 | 163,163 |
| | 314,344 | 310,843 |
| | 6,941,197 | 7,105,218 |
| | 7,520,045 | 7,684,066 |
| | 8 9 | \$ 7,511,754 9 28 10,985 11,013 10 (2,722) 8,291 7,520,045 14 101,341 163,163 314,344 6,941,197 |

Approved and authorised for issue by the Board on 3rd August 2016 and signed on its behalf-by:

CS. R. Stryun

Colin Strathearn Ropner Stroyan

Director

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY For the year ended 31st March 2016

| | Share Capital | Share Premium £ | Capital redemption reserve | Profit & loss account (Restated) | Revaluation Reserve (Restated) £ | Other reserves | Total (Restated) £ |
|------------------------------------|------------------|-----------------------|----------------------------|--|---|----------------|---------------------------|
| At 1 April 2014 | 104,842 | 163,163 | 310,843 | 14,312,271 | 15,528,021 | 119,229 | 30,538,369 |
| Profit for the year | - | - | - | 1,313,139 | 8,713,872 | , * - | 10,027,011 |
| Other comprehensive income | - | <u> </u> | - | <u>-</u> | - | - | - |
| At 31 March 2015 Loss for the year | 104,842 | 163,163 | 310,843 | 15,625,410 (302,187) | 24,241,893 (812,763) | 119,229 | 40,565,380 (1,114,950) |
| Share buy-back Other comprehensive | (3,501) | - | 3,501 | (1,898,697) | · - | - | (1,898,697) |
| income | | - | | | | <u> </u> | |
| At 31 March 2016 | 101,341 | 163,163 | 314,344 | 13,424,526 | 23,429,130 | 119,229 | 37,551,733 |

COMPANY STATEMENT OF CHANGES IN EQUITY For the year ended $31^{\rm st}$ March 2016

| | Share Capital £ | Share Premium £ | Capital redemption reserve | Profit & loss account £ | Total £ |
|----------------------------|-----------------------|-----------------------|----------------------------|----------------------------------|-------------|
| At 1 April 2014 | 104,842 | 163,163 | 310,843 | 7,105,714 | 7,684,562 |
| Loss for the year | - | - | - | (496) | (496) |
| Other comprehensive income | - | - | - | - | - |
| | | | <u></u> | | |
| At 31 March 2015 | 104,842 | 163,163 | 310,843 | 7,105,218 | 7,684,066 |
| Profit for the year | - | | - | 1,734,676 | 1,734,676 |
| Share buy-back | (3,501) | - | 3,501 | (1,898,697) | (1,898,697) |
| Other comprehensive income | - | - | - | - | - |
| | | | | | |
| At 31 March 2016 | 101,341 | 163,163 | 314,344 | 6,941,197 | 7,520,045 |
| | | | | | |

1. ACCOUNTING POLICIES

General information

Iowa Land Company Limited is a company incorporated in England and Wales. The registered office is Temple Chambers, Suite 32, 3-7 Temple Avenue, London EC4Y 0HP.

Statement of compliance

The financial statements have been prepared under the historical cost convention and in accordance with Section 1A of FRS 102, 'The Financial Reporting Standard applicable in the UK and the Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice applicable to small entities) and the Companies Act 2006.

These are the first financial statements prepared under Section 1A of FRS 102. The date of transition is 1st April 2015. Information on the impact of first-time adoption is given in note 17.

The preparation of the financial statements in compliance with Section 1A of FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgement in applying the group's accounting policies (see below).

Significant judgements and estimates

The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within a financial year are addressed as follows:

The fair value of investments that are not traded in an active market (e.g. unquoted investments) is determined by using valuation techniques. Management uses its judgement to select a variety of methods and made assumptions that are mainly based on market conditions existing at the end of each reporting period.

Cash flow statement

The financial statements do not include a cash flow statement because the group, as a small reporting entity, is exempt from the requirements to prepare such a statement under FRS 102.

Going concern

The financial statements are prepared on a going concern basis as the directors are of the opinion that the company and group can continue to meet their liabilities as they fall due for the foreseeable future.

Basis of consolidation

The consolidated financial statements incorporate those of Iowa Land Company Limited and its subsidiary companies.

As permitted by section 408 (2) of the Companies Act 2006, the statement of comprehensive income of the parent company has not been separately presented in the financial statements.

1. ACCOUNTING POLICIES (continued)

Turnover

Turnover represents income earned from sales of farming produce, rental income, and income from investments; all exclusive of VAT.

Income from investment in equities is included on a receivable basis. Interest income from fixed interest and index linked stock is accrued to the end of the financial year.

Tax deducted at source, but not UK tax credits, on investment income is shown as part of investment income for the year and expensed as appropriate in the taxation charge for the year.

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.

Financial liabilities and equity

Financial liabilities and equity are classified in accordance with the substance of the financial instrument's contractual obligations, rather than the financial instrument's legal form.

Financial asset investments

Investments in listed and quoted unlisted entities have been classified as fixed asset investments, as the company intends to hold them on a continuing basis, are re-measured to market value at each Balance Sheet date. Gains and losses on re-measurement are recognised in the Statement of Comprehensive Income for the period.

Investments in unquoted companies shares have been classified as fixed asset investments, as the company intends to hold them on a continuing basis, are re-measured to an estimated market value by the directors on the basis of the most recent financial information available at each Balance Sheet date. Gains and losses on re-measurement are recognised in the Statement of Comprehensive Income for the period.

Investments in subsidiaries are measured at cost less accumulated impairment.

Listed investments held as trading stock are shown as current assets investments, as the group holds them for re-sale. Gains and losses on re-measurement are recognised in the Statement of Comprehensive Income for the period.

1. ACCOUNTING POLICIES (continued)

Financial instruments

The company only enters into basic financial instruments transactions that result in the recognition of financial assets and liabilities like trade and other accounts receivable and payable, loans from banks and other third parties, loans to related parties and investments in non-puttable ordinary shares and similar instruments.

Debt instruments are payable or receivable within one year, typically trade payables or receivables are measured, initially and subsequently, at the undiscounted amount of the cash or other consideration, expected to be paid or received.

Financial assets and liabilities are offset and the net amount reported in the Balance Sheet when there is an enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

Fixed assets and depreciation

No division is made of the cost or valuation of freehold property into the proportion relating to land and the proportion relating to buildings. In the opinion of the directors it would not be meaningful to do so given the nature of the buildings which are, for the most part, farm buildings. Depreciation is provided to write off fixed assets over their expected useful lives at the following rates:

Short leaseholds
Implements, plant and machinery
Office equipment, furniture, fixtures and fittings
Motor vehicles
Over the period of lease
10% - 15% pa
4% - 33% pa
25% pa

Leases and hire purchase contracts

Assets held under finance leases and hire purchase contracts are capitalised in the balance sheet and are depreciated over their expected useful lives. The interest element of leasing payments represents a constant proportion of the capital balance outstanding and is charged to the Statement of Comprehensive Income over the period of the lease.

All other leases are regarded as operating leases and the total payments made under them are charged to the Statement of Comprehensive Income on a straight-line basis over the lease term.

Stocks

Stocks are valued at a conservative market value. It is the opinion of the directors that the net realisable value is not less than this.

Investment interest receivable

Interest on cash deposits is accrued to the end of the financial year.

1. ACCOUNTING POLICIES (continued)

Government grants

Grants of a revenue nature are credited to the statement of comprehensive income in the year in which they accrue. Grants of a capital nature received for land and buildings (which are not depreciated) have been deducted from the original cost of the relevant asset.

Taxation

The tax expense for the year comprises of current and deferred tax. Tax is recognised in the statement of comprehensive income, except that a change 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 either 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 balances are recognised in respect of all timing differences that have originated, but not reversed by the balance sheet 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 income tax is determined using tax rates and laws that have been enacted or substantively enacted by the reporting date.

Foreign exchange

The company's functional currency is GBP.

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

Pensions

The group operates a defined contribution pension scheme. The assets of the scheme are invested and managed independently of the finances of the group. The pension cost charge represents contributions payable in the year.

2. TURNOVER

Turnover, analysed by category, was as follows;

| | | 2016 | 2015 Restated |
|----|--|-----------|------------------|
| | | £ | £ |
| | Farming Activities | 1,515,701 | 1,555,140 |
| | Rental income | 760,750 | 1,147,195 |
| | Investment dealing activities | (58,318) | 38,210 |
| | Investment income | 322,436 | 532,489 |
| | | 2.540.560 | 2 272 024 |
| | | 2,540,569 | 3,273,034 |
| | | | |
| 3. | PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION | | |
| | | | |
| | | 2016 | 2015 |
| | | £ | £ |
| | Profit/(loss) on ordinary activities is arrived at after charging: | • | · |
| | Auditor's remuneration | 34,485 | 36,550 |
| | Depreciation - owned assets | 87,155 | 94,987 |
| | - held under hire purchase agreements | 100,733 | 78,346 |
| | Gain/(loss) on exchange | 1,132 | (2,808) |
| | | | |
| | and after crediting: | • | |
| | Subsidies and grants | 78,313 | 256,447 |
| | (Loss)/gain on disposal of tangible fixed assets | (35,892) | 10,060 |
| | | | |

Auditor's remuneration in the current year includes £10,380 for accounting and consultancy work (2015: £11,500).

4. EMPLOYEES AND STAFF COSTS

| | 2016 £ | 2015 £ |
|--|-----------|-----------|
| Costs incurred in respect of employees (including directors) were: | | |
| Wages and salaries | 484,602 | 618,652 |
| Social security costs | 48,078 | 54,213 |
| Other pension costs | 37,946 | 26,138 |
| | 570,626 | 699,003 |
| | No. | No. |
| The average monthly number of employees including | | |
| directors during the year was as follows: | _ | _ |
| Administration | 6 | 6 |
| Farming | 17 | 18 |
| | 23 | 24 |
| | | |

Defined contribution pension scheme

A subsidiary company operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the company in an independently administered fund. The pension cost charge represents contributions payable by the company to the fund and amounted to £37,946 (2015: £26,138).

| | 2016 | 2015 |
|-----------------------|---------------|-----------|
| Directors emoluments: | å- | 3- |
| Other emoluments | 57,421 | 56,293 |
| | ` | |

No pension costs were incurred in respect of directors of the company.

5. INTEREST PAYABLE AND SIMILAR CHARGES

| | | | 2016 £ | 2015 £ |
|----|-----|---|------------------|------------------|
| | | loans and overdrafts purchase agreements | 14,061 5,308 | 15,805 4,178 |
| | | | 19,369 | 19,983 |
| 6. | TAX | ON (LOSS)/PROFIT ON ORDINARY ACTIVTIES | . | |
| | | | 2016 | 2015 |
| | | | £ | Restated £ |
| | (a) | Analysis of tax (credit)/charge for the year: | | |
| | | Corporation tax Overseas tax | 11,751 25,388 | 67,303 54,748 |
| | | Current tax charge | 37,139 | 122,051 |
| | | Deferred tax (Note 12) | (392,379) | 2,205,514 |
| | | Tax (credit)/charge | (355,240) | 2,327,565 |

6. TAX ON (LOSS)/PROFIT ON ORDINARY ACTIVTIES (continued)

| | | 2016 | 2015 | |
|-----|--|-----------|---------------|--|
| | | £ | Restated £ | |
| (b) | Factors affecting current tax(credit)/charge for the year | | | |
| | Tax on (loss)/profit on ordinary activities before taxation at 20% (2015: 21%) | (294,038) | 2,384,460 | |
| | Effect of: | | | |
| | Non-taxable investment income | (59,031) | (160,741) | |
| | Other | (3,417) | (4,045) | |
| | Chargeable gains | (363,023) | 40,615 | |
| | Timing differences between capital allowances | | | |
| | and depreciation | - | (11,051) | |
| | Losses utilised | 11,137 | (11,154) | |
| | Losses carried forward | | · . | |
| | Non allowable expenses | 327,744 | 34,733 | |
| | | (380,628) | 2,272,817 | |
| | Overseas tax | 25,388 | 54,748 | |
| | Current tax (credit)/charge | (355,240) | 2,327,565 | |
| | | | | |

The group has unutilised tax losses from previous years that may reduce the taxation charge in future years.

NOTES TO THE FINANCIAL STATEMENTS For the year ended 31st March 2016

| 7. | FIXED ASSETS | | Plant, equipment | |
|----|--------------------------------|---------------------------|----------------------------|---------------|
| | Group | Freehold property £ | and motor vehicles £ | Total £ |
| | Cost or valuation | | | |
| | At 1 st April 2015 | 31,962,550 | 2,299,517 | 34,262,067 |
| | Additions | - | 361,587 | 361,587 |
| | Disposals | - | (303,703) | (303,703) |
| | Revaluation | (1,166,000) | - | (1,166,000) |
| | At 31st March 2016 | 30,796,550 | 2,357,401 | 33,153,951 |
| | Depreciation | | | , |
| | At 1 st April 2015 | - | 1,263,643 | 1,263,643 |
| | Charge for the year | - | 187,888 | 187,888 |
| | Released on disposal | | (182,427) | (182,427) |
| , | At 31st March 2016 | - | 1,269,104 | 1,269,104 |
| | Net book value | | | |
| | At 31 st March 2016 | 30,796,550 | 1,088,297 | 31,884,847 |
| | | | | |
| | At 31st March 2015 | 31,962,550 | 1,035,874 | 32,998,424 |
| | Historical cost | | | |
| | At 31 st March 2016 | 8,797,415 | 2,357,401 | 11,096,932 |
| | | | | |

The group's Scottish estates were revalued on 31st March 2016 at on the basis of their open market value, by and independent firm of Chartered Surveyors. This valuation is incorporated in the financial statements.

The historic cost of the land and buildings is £8,797,415 (2015: £8,797,415).

The group's heritable property is considered to have a high residual value and a useful economic life in excess of fifty years. It is the directors' policy to maintain the buildings in a continual state of sound repair and accordingly the depreciation charge is considered immaterial and no charge has therefore been made.

An impairment review should be carried out on all tangible fixed assets on an annual basis. Such a review has been performed and in the directors' opinion the market value and residual value of all tangible fixed assets is in excess of the carrying value and there is no impairment.

Included in plant, equipment and motor vehicles are assets financed under hire purchase agreements with a net book value of £674,710 (2015: £270,968) and a depreciation charge of £100,533 (2015: £78,346).

8. INVESTMENTS

Group

| | Listed investments Restated £ | Unlisted investments Restated | Total Restated £ |
|-------------------------------------|-------------------------------|-------------------------------|------------------------|
| At 1 April 2015 | 9,560,337 | 899,266 | 10,459,603 |
| Additions | 379,641 | 76,893 | 456,534 |
| Revaluation | (582,108) | 333,940 | (248,168) |
| Disposals - proceeds | (883,949) | - | (883,949) |
| Disposals – gains/(losses) on sales | 150,204 | (151,469) | (1,265) |
| At 31 March 2016 | 8,624,125 | 1,158,630 | 9,782,755 |
| | | | |
| At 31 March 2015 | 9,560,377 | 899,226 | 10,459,603 |
| | | | |

Unlisted investments included £5,969 (2015: £5,780) of investments in a number of industrial and provident societies which are held at cost.

Companies in which the group holds over 20% of the issued equity capital are as follows:

| | Country of registration | Description of shares/stock | Percentage held | Principal activity |
|--|-------------------------|-----------------------------|--------------------|--------------------|
| Quail Estates Inc. | USA | Common Preference | 39% 29% | Property |
| Mid-Florida Land and Timber Corporation Volusia Land and | USA | Common | 28% | Land |
| Timber Corporation | USA | Common | 28% | Land |

The directors are of the opinion that as they do not exert significant influence over the day-to-day management of these companies it is not appropriate to consolidate their results.

8. INVESTMENTS (continued)

Additional information in relation to the group's associated companies.

| | Quail Estates Inc. | Volusia Land & Timber | Mid-Florida r Land & Timber | |
|--------------------------|-----------------------|--------------------------|--------------------------------|-----------|
| | Y/e 28/2/16 | Y/e 28/2/16 | Y/e 28/2/16 | Total |
| | £ | £ | £ | £ |
| Turnover | 256,215 | 4,389 | _ | 260,604 |
| Profit/(loss) before tax | 13,798 | (32,885) | (12,782) | (31,869) |
| Taxation | - | - | - | - |
| Loss after tax | 13,798 | (32,885) | (12,782) | (31,869) |
| Fixed assets | 1,446,456 | 689,808 | 91,680 | 2,227,944 |
| Current assets | 439,465 | 308,907 | 6,730 | 755,102 |
| Liabilities due within | | | | |
| one year | (395,225) | (53,528) | (150,298) | (599,051) |
| Liabilities due in more | | | | |
| than one year | - | | - | _ |

The above information is extracted from the financial statements of the respective companies and does not necessarily reflect market values.

Company

| Principal subsidiaries | Parent and group interest in ordinary shares and voting rights | Country of incorporation and registration | Principal activity |
|---|---|---|---------------------------------|
| Teniwood Securities Limited | 100% | England | Investment holding |
| London Commercial and Mercantile Company Limited | * 100% | England | Investment dealing |
| Culfargie Estates Limited | 100% | Scotland | Farming and property investment |
| Tay and Torridon Estates Limited | 100% | Scotland | Farming |
| Bandirran Estates Limited (formerly Carse Estates Limit | ed) 100% | Scotland | Dormant |

^{*} This shareholding is held indirectly via a subsidiary company.

8. INVESTMENTS (continued)

Investment in subsidiaries

| | 2016 £ | 2015 £ |
|--|------------------------|------------------------|
| Interest in ordinary shares Loans to subsidiaries | 1,131,754 6,380,000 | 1,131,754 6,380,000 |
| A | 7.511.754 | 7.511.754 |
| As at 31 st March | 7,511,754 | 7,511,754 |

The company has advanced loans for an indeterminate period of time at a nil rate of interest, repayable in part or in whole at the sole discretion of the subsidiaries.

Under FRS102, intercompany loans where the terms of the relationship between the company and its subsidiaries resembles equity rather than debt, should be classified accordingly. The directors consider the substance of the loan agreements between the company and the subsidiaries to be that of equity and have thus classified the loan as equity, rather than debt.

9. DEBTORS

| | Gı | Group | | any |
|-------------------------|---------|-----------|-------------|------|
| | 2016 | 2015 | 2016 | 2015 |
| | £ | £ | £ | £ |
| Due within one year | | | | |
| Trade debtors | 150,864 | 741,856 | - | _ |
| Other debtors | 13,410 | 72,185 | - | - |
| Prepayments and accrued | | • | | |
| income | 449,738 | 301,822 | 28 | - |
| Deferred tax (note 12) | - | - | - | _ |
| Corporation tax | 611 | - | - | - |
| VAT | 13,785 | 17,372 | - | - |
| | | | <u> </u> | |
| | 628,408 | 1,133,235 | 28 | - |
| | | | | |

9. DEBTORS (continued)

Current asset investments

| | Listed investments Restated | Unlisted investments | Total £ |
|--------------------------------------|-----------------------------|----------------------|------------|
| Cost or valuation | | | |
| At 1 st April 2015 | 293,622 | 204 | 293,826 |
| Additions | - | · - | - |
| Revaluation | 44,838 | 206 | 45,044 |
| Disposals – proceeds | (135,210) | (1) | (135,211) |
| Disposals – (losses)/profits on sale | (58,319) | 1 | (58,318) |
| At 31st March 2016 | 144,931 | 410 | 145,341 |
| At 31st March 2015 | 293,622 | 204 | 293,826 |
| | | | |

10. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

| | Group | | Company | |
|--|-----------|-----------|---------|-------|
| | 2016 | 2015 | 2016 | 2015 |
| | £ | £ | £ | £ |
| Bank loans and overdrafts Obligations under finance | 1,185,231 | 551,539 | · | |
| leases | 137,107 | 112,166 | - | - |
| Tax and social security | 15,132 | 14,180 | _ | |
| Trade creditors | 107,960 | 95,030 | _ | _ |
| Other creditors Amounts due to subsidiary | 5,010 | 5,554 | 2,720 | 2,713 |
| undertakings Accruals and deferred | - | - | 2 | 2 |
| income | 206,909 | 164,953 | - | _ |
| Corporation tax | - | 67,303 | - | - |
| | | | · | |
| | 1,657,349 | 1,010,725 | 2,722 | 2,715 |
| | | | | |

10. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR (continued)

The group's overdraft is secured by a bond and floating charge over two subsidiary companies' assets.

The group meets its day to day working capital requirements through an overdraft facility, which is secured over all of the property and assets and is repayable on demand. The group is currently operating within an overdraft facility of £750,000, which is due for review on 28th July 2017; and a second overdraft facility of £100,000 which is due for review on 20th March 2017. The directors anticipate that the bank overdraft facilities will be renewed at a sufficient level to allow the group to meet its short term liabilities for a period of at least twelve months from the date that the financial statements are signed by the Board. Bank borrowing is secured by a bond and floating charge over the assets of the group.

11. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

| Group | 2016 £ | 2015 £ |
|--|------------------|-------------------|
| Obligations under finance leases Term loan | 68,097 50,000 | 70,103 400,000 |
| Deferred income | - | 29,000 |
| | · | |
| | 118,097 | 499,103 |
| | | |

12. PROVISIONS FOR LIABILITIES

Deferred Taxation

| | 2016 | 2015 Restated |
|--|------------------------|------------------------|
| Group | £ | £ |
| The deferred taxation balance comprises: Accelerated capital allowances Taxation on unrealised surplus on revaluation of heritable | 168,002 | 158,193 |
| property and investments | 3,973,126 | 4,375,314 |
| Liability | 4,141,128 | 4,533,507 |
| | 2016 £ | 2015 Restated £ |
| | | • |
| Balance at 1 st April Movement in year | 4,533,507 (392,379) | 2,327,993 2,205,514 |
| · | | |
| Balance at 31 st March | 4,141,128 | 4,533,507 |

13. FINANCIAL INSTRUMENTS

| Group | 2016 | 2015 | |
|--|-----------|-----------|--|
| | £ | £ | |
| Financial assets measured at amortised cost | 646,205 | 1,091,158 | |
| Financial liabilities measured at amortised cost | 1,648,722 | 1,403,540 | |

Financial assets measured at amortised cost comprise trade debtors, other debtors, accrued income, corporation tax and VAT.

Financial liabilities measured at amortised cost comprise bank loans and overdrafts, trade creditors, accruals, other creditors, tax and social security, hire purchase contracts and corporation tax payable.

| Company | 2016 | 2015 | |
|--|-------|-------|--|
| | £ | £ | |
| Financial assets measured at amortised cost | · - | - | |
| Financial liabilities measured at amortised cost | 2,722 | 2,715 | |

Financial liabilities measured at amortised cost comprise other creditors and amounts due to subsidiary undertakings

14. CALLED UP SHARE CAPITAL

| | 2016 £ | 2015 £ |
|---|-----------|-----------|
| Allotted and fully paid: 49,484 4.55% Non-cumulative preference | | |
| shares of £ 1 each | 49,484 | 49,484 |
| 518,571 ordinary shares of 10p each | 51,857 | 55,358 |
| | 101,341 | 104,842 |
| | | |

The preference shareholders are entitled to a fixed preferential dividend at the rate of 4.55% per annum payable out of the profits which the directors determine to distribute.

On a winding up, the preference shares carry priority over other classes of share as to the repayment of capital, but not as to arrears of dividend as they are non-cumulative.

The preference shares are non-voting shares and have no redemption date.

35,012 Ordinary 10p shares were bought back and cancelled on 18th March 2016, with nominal value of £3,501.20.

15. COMMITMENTS UNDER OPERATING LEASES

At 31st March 2016, the company had future minimum lease payments under non-cancellable operating leases as follows:

| | | Group & Company | |
|-----------------------|----------|-----------------|----------|
| | | 2016 | 2015 |
| · | | | Restated |
| | | £ | £ |
| Land and Buildings | | | |
| Within one year | | 16,000 | 16,000 |
| Between 2 and 5 years | | 24,000 | 40,000 |
| | V | | |
| | | 40,000 | 56,000 |
| | | | |

16. OTHER PROFESSIONAL SERVICES PROVIDED BY THE AUDITOR

In common with many other businesses of our size and nature, the group uses its auditor to prepare and submit returns to the tax authorities and assist with the preparation of the financial statements.

NOTES TO THE FINANCIAL STATEMENTS For the year ended 31st March 2016

17. FIRST TIME ADOPTION OF FRS 102

| | As previously stated 1 April 2014 | Effect of Transition 1 April 2014 £ | FRS 102 (as restated) 1 April 2014 £ | As previously stated 31 March 2015 | Effect of Transition 31 March 2015 £ | FRS 102 (as restated) 31 March 2015 |
|---|-----------------------------------|--|---|--|---|-------------------------------------|
| Tangible Fixed Assets | 22,218,605 | - | 22,218,605 | 32,998,424 | - | 32,998,424 |
| Investments | 7,415,059 | 2,608,425 | 10,023,484 | 7,148,042 | 3,311,561 | 10,459,603 |
| , | 29,633,664 | 2,608,425 | 32,242,089 | 40,146,466 | 3,311,561 | 43,458,027 |
| Current Assets Creditors: amounts falling due | 2,160,205 | (36,218) | 2,123,987 | 3,147,470 | 3,218 | 3,150,688 |
| within one year | (846,245) | = | (846,245) | (1,010,725) | - | (1,010,725) |
| Net current assets | 1,313,960 | <u>(36,218)</u> | 1,277,742 | 2,136,745 | <u>3,218</u> | 2,139,963 |
| Total assets less current liabilities Creditors: amounts falling due after | 30,947,624 | 2,572,207 | 33,519,831 | 42,283,211 | 3,314,779 | 45,597,990 |
| one year | (715,334) | - | (715,334) | (499,103) | - | (499,103) |
| Provisions for liabilities | (75,425) | (2,190,703) | (2,266,128) | (102,782) | (4,430,725) | (4,533,507) |
| | | | | | | |
| Capital and Reserves | 30,156,865 | 381,504 | 30,538,369 | 41,681,326 | (1,115,946) | 40,565,380 |
| | | | | • | | . — |

17. FIRST TIME ADOPTION OF FRS 102 (continued)

| | As previously stated 31 March 2015 | Effect of Transition 31 March 2015 £ | FRS102 (as restated) 31 March 2015 |
|---|--|---|---|
| Turnover | 3,228,209 | 44,825 | 3,273,034 |
| Administrative expenses | (2,573,292) | - | (2,573,292) |
| Operating Profit | 654,917 | 44,825 | 699,742 |
| Interest payable Exchange loss Gain on disposal of tangible fixed asset Profit on asset investment Unrealised surplus on revaluation of heritable property Unrealised surplus on revaluation of investments | (19,983) (2,808) 10,060 272,100 | 39,230 10,759,583 596,652 | (19,983) (2,808) 10,060 311,330 10,759,583 596,652 |
| Profit before taxation | 914,286 | 11,440,290 | 12,354,576 |
| Taxation | (149,408) | (2,178,157) | (2,327,565) |
| Total comprehensive deficit for the year | 764,878 | 9,262,133 | 10,027,011 |

The transition adjustments on the introduction of FRS 102 relate to the:

- recognition of net unrealised gains on investments and the provision for deferred tax thereon.

 These items were previously referred to in the notes to the financial statements;
- reversal of previous provisions to reduce cost of certain investments to market value no longer required; and
- recognition of unrealised surplus on revaluation of heritable property and the provision for deferred tax thereon. These items were previously recognised in the Statement of Total Recognised Gains and Losses; the latter was previously referred to in the notes to the financial statements.