REPORT AND FINANCIAL STATEMENTS FOR THE 52 WEEK PERIOD ENDED 31 MAY 2015

TUESDAY



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22/12/2015 COMPANIES HOUSE #49

COMPANY INFORMATION

Directors B H Round

J N Jones P C Hagan P J Bousfield

Secretary J N Jones

Company number 00051903

Registered office Armitage House

Colwick Nottingham NG4 2BA

Auditors RSM UK Audit LLP

Suite A, 7th Floor City Gate East Tollhouse Hill Nottingham NG1 5FS

STRATEGIC REPORT FOR THE 52 WEEK PERIOD ENDED 31 MAY 2015

The directors present the strategic report and financial statements for the 52 week period ended 31 May 2015.

Review of the business

We aim to present a balanced view of the performance of our business during the period and its position at 31 May 2015. Our review is consistent with the size and nature of our business and is written in the context of the risks and uncertainties we face.

Our property renting subsidiary continues to show stable inter-group rental income of £0.4m (2014: £0.5m) and a stable cost base.

Financial risk management policies and objectives

Group facilities, and the group's working capital, fund the company's day-to-day operations.

The group's credit risk is mainly attributable to its trading receivables, but as the group's principal customers are financially strong UK customers, the risk is considered low.

The group enters into forward contracts to purchase foreign currency. The benefits of using forward contracts are that they reduce the exposure to exchange rate movements and give the business a firm sterling value at the time the products are ordered.

Strategy

The company's success is dependant on maintaining growth in the market segments in which it operates. Investment in and development of key products categories within the pet treating and accessories sector is essential to achieving this aim.

Careful cost management will be continued to deliver an efficient operational base.

On behalf of the board

B H Round
Director

15 December 2015

DIRECTORS' REPORT FOR THE 52 WEEK PERIOD ENDED 31 MAY 2015

The directors present their report and financial statements for the 52 week period ended 31 May 2015.

Principal activities

The principal activity of the company is that of property rental to its wholly owned trading subsidiary.

Results and dividends

The company's trading profit for the 52 week period, after taxation was £2,348,000 (2014 - £1,678,000).

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

Directors

The directors who held office during the 52 week period and up to the date of signature of the financial statements were as follows:

B H Round

J N Jones

P C Hagan

P J Bousfield

Auditors

In accordance with the company's articles, a resolution proposing that RSM UK Audit LLP (formerly Baker Tilly UK Audit LLP) be reappointed as auditor of the company will be put to the members.

Statement of disclosure to auditors

So far as the directors are aware, there is no relevant audit information of which the company's auditors are unaware. Additionally, the directors have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the company's auditors are aware of that information.

Strategic report

The company has chosen in accordance with Companies Act 2006, s. 414C(11) to set out in the company's Strategic Report information required by Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008, Sch. 7 to be contained in the Directors' Report.

On behalf of the board

B H Round Director

15 December 2015

DIRECTORS' RESPONSIBILITIES IN THE PREPARATION OF THE FINANCIAL STATEMENTS FOR THE 52 WEEK PERIOD ENDED 31 MAY 2015

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

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

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- 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.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ARMITAGE BROTHERS LIMITED.

We have audited the financial statements on pages 5 to 15. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

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 auditor

As more fully explained in the Directors' Responsibilities Statement set out on page 3, 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 Practices Board's (APB's) Ethical Standards for Auditors.

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 website at http://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 company's affairs as at 31 May 2015 and of its profit for the 52 week period then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Strategic Report and the Directors' Report for the financial 52 week period for which the financial statements are prepared is consistent with the financial statements.

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

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PROFIT AND LOSS ACCOUNT FOR THE 52 WEEK PERIOD ENDED 31 MAY 2015

	Notes	52 Week Period ended 31 May 2015 £000	52 Week Period ended 1 June 2014 £000
Turnover	2	406	466
Administrative expenses including exceptional items of £nil (2014: £124,000)		(66)	(225)
Operating profit		340	.241
Investment income	3	2,000	1,500
Profit on ordinary activities before taxation	4	2,340	1,741
Tax on profit on ordinary activities	6	8	(63)
Profit for the financial 52 week period	14	2,348	1,678

The profit and loss account has been prepared on the basis that all operations are continuing operations.

STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES FOR THE 52 WEEK PERIOD ENDED 31 MAY 2015

Notes	52 Week Period ended 31 May 2015 £000	52 Week Period ended 1 June 2014 £000
Profit for the financial 52 week period	2,348	1,678
Unrealised surplus on revaluation of properties	-	115
Total recognised gains and losses relating to the 52 week period	2,348	1,793
Note of historical cost profits and losses		
	52 Week Period ended 31 May 2015 £000	52 Week Period ended 1 June 2014 £000
Profit on ordinary activities before taxation	2,340	1,741
Difference between an historical cost depreciation charge and the actual depreciation charge of the period calculated on the revalued amount	1	4
Historical cost profit on ordinary activities before taxation	2,341	1,745
Historical cost profit for the 52 week period retained after taxation, extraordinary items and dividends	349 ———	182

BALANCE SHEET AS AT 31 MAY 2015

		31	May 2015	1 Ju	ıne 2014
	Notes	£000	£000	£000	£000
Fixed assets					
Tangible assets	8		2,813		3,475
Investments	9	•	1,569		1,569
			4,382		5,044
Current assets					
Debtors: amounts falling due within one year Debtors: amounts falling due after more	10	1		1	
than one year	10	13,655		10,708	
Creditors: amounts falling due within one year	11	-		(63)	
Net current assets			13,656		10,646
Total assets less current liabilities			18,038		15,690
Creditors: amounts falling due after more than one year	12		(10,000)	• ,	(8,000)
Net assets			8,038		7,690
Capital and reserves					
Called up share capital	13		407		407
Share premium account	14		79		79
Revaluation reserve	14		1,057		1,058
Profit and loss account	14		6,495		6,146
Shareholders' funds	15		8,038		7,690
			====		

The financial statements on pages 5 to 15 were approved by the board of directors and authorised for issue on 15 December 2015 and are signed on its behalf by:

B H Round Director

NOTES TO THE FINANCIAL STATEMENTS FOR THE 52 WEEK PERIOD ENDED 31 MAY 2015

1 Accounting policies

Basis of accounting

The financial statements are prepared under the historical cost convention modified to include the revaluation of freehold land and buildings and in accordance with applicable United Kingdom accounting standards.

The accounts have been prepared on a going concern basis. Having carried out a detailed review of the company's resources and the challenges presented by the current economic climate, the directors are satisfied that the company has sufficient cash flows to meet its liabilities as they fall due for at least one year from the date of approval of the accounts.

The company has taken advantage of the exemption in Financial Reporting Standard No 1 (Revised 1996) from the requirement to produce a cash flow statement on the grounds that it is a subsidiary undertaking where 90 percent or more of the voting rights are controlled within the group.

Turnover

Turnover represents the value derived solely from property rental income net of value added tax.

Tangible fixed assets and depreciation

Tangible fixed assets other than freehold land are stated at cost or valuation less depreciation. Depreciation is provided at rates calculated to write off the cost or valuation less estimated residual value of each asset over its expected useful life, as follows:

Freehold property 50 years
Property held for resale 50 years

The company's policy is to hold its freehold properties at professional valuation, which is updated on a regular and periodic basis. Depreciation at the prescribed rates above will be charged on this valuation.

An amount equal to the excess of the annual depreciation charge on revalued assets over the notional historical cost depreciation charge on those assets is transferred annually from the revaluation reserve to the profit and loss reserve.

Investments

Fixed asset investments are stated at cost less provision for diminution in value.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE 52 WEEK PERIOD ENDED 31 MAY 2015

1 Accounting policies (Continued)

Pensions

The cost of providing benefits under the defined benefit plan is determined using the projected unit method and is based on actuarial advice.

Past service costs are recognised in the profit and loss account on a straight-line basis over the vesting period or immediately if the benefits have vested. When a settlement or a curtailment occurs the change in the present value of the scheme liabilities and the fair value of the plan assets reflects the gain or loss which is recognised in the profit and loss account. Losses are measured at the date that the employer becomes demonstrably committed to the transaction and gains when all parties whose consent is required are irrevocably committed to the transaction.

The interest element of the defined benefit cost represents the change in present value of scheme obligations relating from the passage of time, and is determined by applying the discount rate to the opening present value of the benefit obligation, taking into account material changes in the obligation during the period. The expected return on plan assets is based on an assessment made at the beginning of the period of long term market returns on scheme assets, adjusted for the effect on the fair value of plan assets of contributions received and benefits paid during the period. The difference between the expected return on plan assets and the interest cost is recognised in the profit and loss account as other finance income or expense.

Actuarial gains and losses are recognised in full in the statement of recognised gains and losses in the period in which they occur.

The defined benefit pension liability in the balance sheet comprises the present value of the defined benefit obligation (using a discount rate based on high quality corporate bonds that have been rated at AA or equivalent status), less any past service cost not yet recognised and less the fair value of plan assets out of which the obligations are to be settled directly. Fair value is based on market price information and in the case of quoted securities is the published bid price. The defined benefit pension liability in the balance sheet is shown net of deferred tax where appropriate.

Deferred taxation

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date. Timing differences are differences between the company's taxable profits and its results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in the financial statements.

Deferred tax is measured at the average tax rates that are expected to apply in the periods in which timing differences are expected to reverse, based on tax rates and laws that have been enacted or substantively enacted by the balance sheet date. Deferred tax is measured on a non-discounted basis.

Group accounts

The financial statements present information about the company as an individual undertaking and not about its group. The company has not prepared group accounts as it is exempt from the requirement to do so by section 400 of the Companies Act 2006 as it is a subsidiary undertaking of Focus 100 Limited, a company incorporated in England and Wales, and is included in the consolidated accounts of that company.

Financial instruments

Financial instruments are classified and accounted for according to the substance of the contractual arrangement as financial assets, financial liabilities or equity instruments. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE 52 WEEK PERIOD ENDED 31 MAY 2015

2 Turnover

The total turnover of the company for the 52 week period has been derived from its principal activity wholly undertaken in the United Kingdom.

3	Investment income	31 May 2015 £000	1 June 2014 £000
	Income from shares in group undertakings	2,000	1,500
4	Profit on ordinary activities before taxation	31 May 2015 £000	1 June 2014 £000
	Profit on ordinary activities before taxation is stated after charging/ (crediting):		
	Depreciation of tangible fixed assets		
	- owned	37	51
	(Profit) on disposal of tangible assets	(25)	-
	Auditors' remuneration for statutory audit	4	3
		====	

The exceptional costs of £124,000 within administrative expenses in the prior period related to the write-down in the value of the property held for resale which represented a permanent diminution in the value of the property following a revaluation in the period.

5 Employees

There were no employees during the 52 week period apart from the directors.

The directors of the company receive no remuneration in respect of their directorship of this company. BH Round, PC Hagan and JN Jones are employed by the ultimate parent company, Focus 100 Limited, and details of their remuneration are given in the financial statements of that company. PJ Bousfield is employed by the trading subsidiary company, Armitages Pet Products Limited, and his remuneration for the year totalled £189,000 (2014 - £107,000) with pension contributions of £7,000 (2014 - £7,000).

6 Tax on profit on ordinary activities

	31 May 2015	1 June 2014
	000£	£000
Current tax		
U.K. corporation tax	5	63
Adjustment in respect of prior years	(13)	-
Total current tax	. (8)	63
		

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE 52 WEEK PERIOD ENDED 31 MAY 2015

6 Tax on profit on ordinary activities (Continued)

Factors affecting the tax (credit)/charge for the 52 week period

The tax assessed for the 52 week period is lower than the standard rate of corporation tax of 20.00% (1 June 2014 - 23%). The differences are explained below:

Profit on ordinary activities before taxation	2,340	1,741
	===	====
Profit on ordinary activities before taxation multiplied by standard rate of UK corporation tax of 20.00% (1 June 2014 - 23%)	468	395
Effects of:		
Expenses not deductible for tax purposes	-	28
Capital allowances in excess of depreciation	2	12
Marginal relief	-	(2)
Group income not taxable	(400)	(340)
Group relief	(65)	(30)
Prior year adjustment	(13)	-
		
	(476)	(332)
Current tax (credit)/charge for the 52 week period	(8)	63

Factors that may affect future tax charges

The main rate of UK corporation tax reduced from 24% to 23% with effect from 1 April 2013. Legislation to further reduce the main rate of corporation tax from 23% to 21% with effect from 1 April 2014 was included in the Finance Act 2013. The 21% rate became substantively enacted on the 17 July 2013, and therefore the effect of the rate reduction on the recognised and unrecognised deferred tax balances as at 1 April 2014 has been included in these financial statements.

The March 2014 Budget Announcement proposed that the main rate of corporation tax is reduced to 20% from 1 April 2015. This reduction in corporation tax was substantively enacted on 18 July 2014. The July 2015 Budget Announcement stated that the government will legislate to reduce the corporation tax rate to 19% in 2017 and 18% in 2020.

7	Dividends	31 May 2015 £000	1 June 2014 £000
	Interim dividends paid on ordinary shares	2,000	1,500

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE 52 WEEK PERIOD ENDED 31 MAY 2015

8	Tangible fixed assets			
		Freehold property	Property held for resale	Total
		£000	£000	£000
	Cost or valuation		•	
	At 2 June 2014	2,850	790	3,640
	Disposals	-	(790)	(790)
	At 31 May 2015	2,850	. •	2,850
	Depreciation			
	At 2 June 2014	-	165	165
	On disposals	-	(165)	(165)
	Charge for the 52 week period	37	· -	37
	At 31 May 2015	37	-	37
	·			
	Net book value			
	At 31 May 2015	2,813	•	2,813
				===
	At 1 June 2014	2,850	625	3,475
				

The value of land not depreciated, included in the above figures, is £1,025,000 (2014 - £1,200,000).

The freehold properties were revalued on 30 May 2014 by Ian T Muxlow BSc (Hons) MRICS and Victor Ktori BSc (Hons) MRICS of Savills (L&P) Limited, Chartered Surveyors, based on the existing use value of the freehold interest, with full vacant possession.

Comparable historical cost for tangible fixed assets included at valuation:

	Freeho	old property
	31 May 2015 £000	1 June 2014 £000
At cost	2,283	2,283
Aggregate depreciation	(680)	(644)
Net book value At 31 May 2015	1,603	1,639
At 1 June 2014	1,639	1,675
	===	====

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE 52 WEEK PERIOD ENDED 31 MAY 2015

9 Fixed asset investments

	Shares in subsidiary undertakings £000
Cost or valuation	
At 2 June 2014 & at 31 May 2015	1,569
Net book value	
At 31 May 2015	1,569
At 1 June 2014	1,569

Holdings of more than 20%

The company holds more than 20% of the share capital of the following companies:

Company	Country of registration or	Shares held	
	incorporation	Class	%
Subsidiary undertakings			
Armitages Pet Products Limited	England and Wales	Ordinary	100.00
Algarde Enterprises Limited	England and Wales	Ordinary	100.00
Good Boy Pet Foods Limited	England and Wales	Ordinary	100.00
Armitage Trustees Limited	England and Wales	Ordinary	100.00
Rotastak Limited	Scotland	Ordinary	100.00

The aggregate amount of capital and reserves and the results of these undertakings for the last relevant financial year were as follows:

		Capital and reserves	Profit for the period
		31 May 2015	31 May 2015
	Principal activity	£000	£000
Armitages Pet Products Limited	Manufacture of pet food, treats and accessories	7,121	2,245
Algarde Enterprises Limited	Dormant company	-	-
Good Boy Pet Foods Limited	Dormant company	-	-
Armitage Trustees Limited	Dormant company	1	-
Rotastak Limited	Dormant company	-	-
	•	===	

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE 52 WEEK PERIOD ENDED 31 MAY 2015

10	Debtors	31 May 2015 £000	1 June 2014 £000
	Amounts owed by group undertakings Other debtors	13,655 1	10,708 1
		13,656	10,709
	Amounts falling due after more than one year and included in the debtors above are:		
	,	31 May 2015 £000	1 June 2014 £000
	Amounts owed by group undertakings	13,655	10,708
11	Creditors: amounts falling due within one year	31 May 2015 £000	1 June 2014 £000
	Corporation tax	-	63
12	Creditors: amounts falling due after more than one year	31 May 2015 £000	1 June 2014 £000
	Amounts owed to group undertakings	10,000	8,000
13	Share capital	31 May 2015 £000	1 June 2014 £000
	Allotted, called up and fully paid 4,066,000 Ordinary shares of 10p each	407	407

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE 52 WEEK PERIOD ENDED 31 MAY 2015

14	Reserves			
		Share premium account	Revaluation reserve	Profit and loss account
		£000	000£	£000
	Balance at 2 June 2014	79	1,058	6,146
	Profit for the period	-	-	2,348
	Transfer from revaluation reserve to profit and loss account	-	(1)	1.
	Dividends paid	•	-	(2,000)
	Balance at 31 May 2015	79	1,057	6,495
	Balance at 51 May 2010	===	===	====
15	Reconciliation of movements in shareholders' funds		31 May 2015	1 June 2014
15	Reconciliation of movements in shareholders' funds		31 May 2015 £000	1 June 2014 £000
15	Reconciliation of movements in shareholders' funds Profit for the financial 52 week period		-	
15			£000	£000
15	Profit for the financial 52 week period		£000 2,348	£000 1,678
15	Profit for the financial 52 week period		2,348 (2,000)	£000 1,678 (1,500)
15	Profit for the financial 52 week period Dividends Other recognised gains and losses		2,348 (2,000) ——————————————————————————————————	1,678 (1,500) ———————————————————————————————————
15	Profit for the financial 52 week period Dividends		2,348 (2,000)	1,678 (1,500) ———————————————————————————————————
15	Profit for the financial 52 week period Dividends Other recognised gains and losses Net addition to shareholders' funds		2,348 (2,000) 348	1,678 (1,500) ———————————————————————————————————
15	Profit for the financial 52 week period Dividends Other recognised gains and losses Net addition to shareholders' funds		2,348 (2,000) 348	1,678 (1,500) ———————————————————————————————————

16 Related party relationships and transactions

The company has taken advantage of the exemption available under FRS 8 'Related Party Transactions' and not disclosed transactions with fellow group companies, 100% of whose voting rights are controlled within the group.

The bank overdrafts and facilities of the Focus 100 Limited group are secured by an unlimited multilateral guarantee given by Focus 100 Limited, Armitage Brothers Limited and Armitages Pet Products Limited. They are also secured via a fixed and floating charge over the present freehold property, book and other debts, chattels, goodwill, and uncalled capital (both present and future) of the Group.

17 Control

The company's immediate parent undertaking, which is also the ultimate parent undertaking, at the balance sheet date was Focus 100 Limited. There is not deemed to be one ultimate controlling party of this company. Copies of the financial statements of Focus 100 Limited, the smallest and largest group which include the results of the company, are available from Companies House.