REPORT OF THE DIRECTORS AND AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2010 FOR

COMPLETE COFFEE LTD

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COMPANY INFORMATION FOR THE YEAR ENDED 31 MARCH 2010

DIRECTORS:

IEA Breminer

D Towler N G Rankin M P Ayling K V L N Sarma Ms K Breminer

SECRETARY:

N G Rankın

REGISTERED OFFICE:

1 Kentish Buildings

125 Borough High Street

London SE1 1NP

REGISTERED NUMBER:

00237628

AUDITORS:

Felton Associates

Chartered Accountants and Registered Auditors 112 Wembley Park Drive Wembley

Wembley Middlesex HA9 8HS

REPORT OF THE DIRECTORS FOR THE YEAR ENDED 31 MARCH 2010

The directors present their report with the financial statements of the company for the year ended 31 March 2010

PRINCIPAL ACTIVITY

The principal activity of the company in the year under review was that of Coffee Merchants

No significant change in the nature of these activities occured during the year

REVIEW OF BUSINESS

The company achieved a net profit before tax of £214,389 during the year ended 31st March 2010, compared with a loss of £292,375 in the year to 31st March 2009

Turnover showed a decrease of 20% over the previous year However, this can be a misleading indicator in this type of business as it is affected by two factors outside the control of the company, namely the market price of coffee and the US Dollar/Sterling exchange rate. The coffee market was less volatile during the current financial year than in 2008/09. New York Terminal Coffee started the financial year at 115.75 cents per lb and ended at 136.15 cents per lb, with a "high" during the year in the 142.00 range.

The US Dollar/Sterling exchange rate was also slightly more stable than in 2008/09, when we were experiencing turmoil in financial markets around the globe. The rate started the financial year at 1 4334 and ended the year at 1 5169, reaching a high in July of around 1 66. The Sterling/Euro rate started at 1 0796 and ended slightly stronger at 1 1211, due to the financial problems in some of the Eurozone countries.

Gross Profit after interest increased to 3 48%, which is a reflection of the factors referred to above and overhead costs increased by 4%

The focus of the business in the coming year will be to enhance and develop the existing business, seek new opportunities where possible and continue to provide the highest level of service to the company's customers

Principal Risks

The company endeavours to minimise it's major business risks by not taking significant exposed positions in either coffee or foreign exchange and by taking insurance on those customers to whom extended credit is granted. However, the company must continue to be vigilant and make sensible risk assessments on the quantities purchased by it's trading partners. Being a worldwide trading business, it is also necessary to constantly monitor the political risk caused by conflict or natural disaster.

Employee Issues

The company employed 12 persons at the end of the financial year The company is committed to the welfare of it's staff and believes that staff benefits are comparable to companies of a similar size and nature Employees also have the opportunity to participate in the success of the company through the annual discretionary bonus scheme

Environmental Issues

The company trades in both green and soluble coffee This includes importing into the United Kingdom from producing countries as well as supplying overseas customers directly from origin countries

Green coffee beans are normally stored in jute or hessian sacks, whereas soluble coffee is transported in cartons when in bulk form or in glass jars or tins where the end user is the consumer

Although the company does not produce waste directly as a result of it's coffee trading activity, it nevertheless bears a partial producer responsibility within the overall transportation chain. The services of an expert organisation in this field have been retained to ensure that the company complies with it's responsibilities under the packaging waste regulations and pays the appropriate levies due

REPORT OF THE DIRECTORS FOR THE YEAR ENDED 31 MARCH 2010

The company is also a member of the 'Better Bankside' organisation whose aim is to improve the environment within the local area

Ethical Issues

The company is in possession of the appropriate authorisation to trade in Rainforest Alliance, Fairtrade, and Organic coffees. These initiatives are designed to provide a fair price to the growers for their coffee and thereby improve quality of life for them and their families.

DIVIDENDS

No dividends will be distributed for the year ended 31 March 2010

FUTURE DEVELOPMENTS

The directors do not anticipate any material changes in the company's activities

DIRECTORS

The directors during the year under review were

IEA Breminer

D Towler

N G Rankin

M P Ayling

K V L N Sarma Ms K Breminer - appointed 1 2 10

- appointed 5 3 10

The beneficial interests of the directors holding office on 31 March 2010 in the issued share capital of the company were as follows

		1 4 09 or date of appointment
	31 3 10	ıf later
'A'Ordinary £1 shares		
IEA Breminer	4,039	4,039
D Towler	-	-
N G Rankın	-	•
M P Ayling	-	•
S V L N Konduri	-	-
Ms K Bremmer	-	-
6.5%Cumulative Preference £1 shares		
IEA Breminer	-	-
D Towler	-	-
N G Rankın	-	-
M P Ayling	•	-
S V L N Konduri	-	-
Ms K Breminer	-	-

POLITICAL AND CHARITABLE CONTRIBUTIONS

During the year the company made a donation of £4,657 to Complete Coffee Foundation

TAXATION STATUS

The company was a close company within the provisions of the Income and Corporation Taxes Act 1988 and this position has not changed since the end of the financial year

REPORT OF THE DIRECTORS FOR THE YEAR ENDED 31 MARCH 2010

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Report of the Directors 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,
- state whether applicable 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.

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

So far as the directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the company's auditors are unaware, and each director has taken all the steps that he or she ought to have taken as a director in order to make himself or herself aware of any relevant audit information and to establish that the company's auditors are aware of that information

AUDITORS

The auditors, Felton Associates, will be proposed for re-appointment at the forthcoming Annual General Meeting

ON BEHALF OF THE BOARD:

IEA Bremmer - Director

27 August 2010

REPORT OF THE INDEPENDENT AUDITORS TO THE SHAREHOLDERS OF COMPLETE COFFEE LTD

We have audited the financial statements of Complete Coffee Ltd for the year ended 31 March 2010 on pages six to seventeen. 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 a Report of the Auditors 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 Statement of Directors' Responsibilities set out on page four, 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 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 Ethical Standards for Auditors

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed, the reasonableness of significant accounting estimates made by the directors, and the overall presentation of the financial statements.

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 March 2010 and of its profit for the year then ended,
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, and
- have been prepared in accordance with the requirements of the Companies Act 2006

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Report of the Directors for the financial year 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

Colin Stupack FCA (Senior Statutory Auditor) for and on behalf of Felton Associates

Chartered Accountants

Chartered Accountants and Registered Auditors 112 Wembley Park Drive

Wembley Middlesex

HA98HS

28 August 2010

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 MARCH 2010

	Notes	31 3 10 £	31 3 09 £
TURNOVER		41,017,974	50,975,804
Cost of sales		(39,318,776)	(49,327,039)
GROSS PROFIT		1,699,198	1,648,765
Administrative expenses		(1,287,206)	(1,237,950)
		411,992	410,815
Other operating income	2	30,400	11,925
OPERATING PROFIT	4	442,392	422,740
Income from participating interests Interest receivable and similar income	5	45,251 1,901	(271,288)
		489,544	169,741
Interest payable and similar charges	6	(275,155)	(462,116)
PROFIT/(LOSS) ON ORDINARY ACT BEFORE TAXATION	IVITIES	214,389	(292,375)
Tax on profit/(loss) on ordinary activities	7	(33,565)	59,308
PROFIT/(LOSS) FOR THE FINANCIA AFTER TAXATION	L YEAR	180,824	(233,067)

CONTINUING OPERATIONS

None of the company's activities were acquired or discontinued during the current year or previous year

TOTAL RECOGNISED GAINS AND LOSSES

The company has no recognised gains or losses other than the profit for the current year and the loss for the previous year

BALANCE SHEET 31 MARCH 2010

		31 3	10	31 3	09
	Notes	£	£	£	£
FIXED ASSETS					
Tangible assets	8		42,416		54,364
Investments	9		648,934		648,934
			691,350		703,298
CURRENT ASSETS					
Stocks	10	1,820,143		2,315,994	
Debtors	11	6,113,924		6,494,799	
Cash at bank		462,856		289,667	
Chenitons		8,396,923		9,100,460	
CREDITORS Amounts falling due within one year	12	7,154,010		8,052,898	
NET CURRENT ASSETS			1,242,913		1,047,562
TOTAL ASSETS LESS CURRENT LIABILITIES			1,934,263		1,750,860
CREDITORS					
Amounts falling due after more than one year	13		(10,385)		(22,807)
PROVISIONS FOR LIABILITIES	16		(15,000)		
NET ASSETS			1,908,878		1,728,053
CADITAL AND DECEDVES					
CAPITAL AND RESERVES Called up share capital	17		1 425 994		1,425,884
Capital redemption reserve	18		1,425,884 173,050		1,423,884
Profit and loss account	18		309,944		129,119
SHAREHOLDERS' FUNDS	22		1,908,878		1,728,053

The financial statements were approved by the Board of Directors on 27 August 2010 and were signed on its behalf by

IEA Breminer - Director

CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH 2010

		313	10	31 3	09
	Notes	£	£	£	£
Net cash inflow/(outflow)	_				(1 0 10 000)
from operating activities	1		1,108,875		(1,342,832)
Returns on investments and					
servicing of finance	2		(273,254)		(443,827)
Taxation			7,524		(6,334)
Capital expenditure	2		(2,868)		(11,914)
			840,277		(1,804,907)
Financing	2		(13,483)		(2,470)
Increase/(Decrease) in cash in the pe	eriod		826,794		(1,807,377)
Reconciliation of net cash flow to movement in net debt	3	<u> </u>			
Increase/(Decrease)					
in cash in the period Cash outflow		826,794		(1,807,377)	
from decrease in debt and lease finance	ing	13,483		2,470	
Change in net debt resulting					
from cash flows			840,277		<u>(1,804,907</u>)
Movement in net debt in the period			840,277		(1,804,907)
Net debt at 1 April			<u>(6,285,302)</u>		(4,480,395)

NOTES TO THE CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH 2010

1 RECONCILIATION OF OPERATING PROFIT TO NET CASH INFLOW/(OUTFLOW) FROM OPERATING ACTIVITIES

	31 3 10	31 3 09
	£	£
Operating profit	442,392	178,406
Depreciation charges	14,867	17,457
Loss on disposal of fixed assets	181	948
Decrease/(Increase) in stocks	495,851	(981,232)
Decrease/(Increase) in debtors	397,456	(659,986)
(Decrease)/Increase in creditors	(241,872)	101,575
Net cash inflow/(outflow) from operating activities	1,108,875	(1,342,832)

2 ANALYSIS OF CASH FLOWS FOR HEADINGS NETTED IN THE CASH FLOW STATEMENT

	31 3 10	31 3 09
	£	£
Returns on investments and servicing of finance		
Interest received	1.901	18,289
Interest paid	(272,471)	(459,432)
Interest element of hire purchase payments	(2,684)	(2,684)
morest element of the purchase payments	(2,004)	(2,004)
Net cash outflow for returns on investments and servicing of finance	(273,254)	(443,827)
· · · · · · · · · · · · · · · · · · ·		<u> </u>
Capital expenditure		
Purchase of tangible fixed assets	(2,868)	(11,914)
·		
Net cash outflow for capital expenditure	(2,868)	(11,914)
Financing		
Capital repayments in year	(13,483)	(2,470)
ouplant topaymonts in your	(13,463)	(2,470)
Net cash outflow from financing	(13,483)	(2.470)
	(10,100)	<u> </u>

NOTES TO THE CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH 2010

3	ANALYSIS OF CHANGES IN NET DEBT			
		At 1 4 09	Cash flow	At 31 3 10
		£ £	£	£
	Net cash			
	Cash at bank	289,667	173,189	462,856
	Bank overdraft	<u>(6,538,676</u>)	653,605	(5,885,071)
		<u>(6,249,009</u>)	<u>826,794</u>	(5,422,215)
	Debt			
	Hire purchase	(36,293)	13,483	(22,810)
		(36,293)	13,483	(22,810)
	Total	(6,285,302)	840,277	(5,445,025)

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2010

1 ACCOUNTING POLICIES

Accounting convention

The financial statements have been prepared under the historical cost convention and are in accordance with applicable accounting standards

Turnover

Turnover represents net invoiced sales of goods, excluding value added tax

Tangible fixed assets

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life

Fixtures and fittings Motor vehicles - 10-20 % on reducing balance

- 25% on reducing balance

Stocks

Stocks are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items

Deferred tax

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date

Pension costs and other post-retirement benefits

The company operates a defined contribution pension scheme Contributions payable to the company's pension scheme are charged to the profit and loss account in the period to which they relate

Open contracts

Provision has been made for profits arising from terminal market open positions only where such profits relate directly to open physical contracts. However, provision has been made for all losses arising from terminal market open positions, even where such positions do not relate directly to open physical contracts. Provision has been made for profits and losses arising from all physical contracts entered into prior to the end of the accounting period and completed thereafter.

Investments

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

Leasing and hire purchase commitments

Assets obtained under hire purchase contracts and finance leases are capitalised as tangible assets and depreciated over the shorter of the lease term and their useful lives. Obligations under such agreements are included in creditors net of the finance charge allocated to future periods. The finance element of the rental payment is charged to the profit and loss account so as to produce a constant periodic rate of charge on the net obligation outstanding in each period.

2 OTHER OPERATING INCOME

	£	31 3 09 £
Rents received Online filing incentive	30,325 	11,925
	30,400	11,925

21 2 00

21 2 10

NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 MARCH 2010

2	STARE COSTS		
3	STAFF COSTS	31 3 10	31 3 09
	Wages and salaries	£ 743,275	£ 774,406
	Social security costs	80,147	77,645
	Other pension costs	24,289	24,462
		847,711	876,513
			=
	The average monthly number of employees during the year was as follows		
		31 3 10	31 3 09
		13	15
4	OPERATING PROFIT		
	The engueting profit is stated often shareings		
	The operating profit is stated after charging		
		31 3 10 £	31 3 09 £
	Depreciation - owned assets	14,635	17,456
	Loss on disposal of fixed assets	181	948
	Auditors' remuneration Audit fees	25,000	25,000
	Consultancy service fees	3,500	450
	Payroll service fees	648	716
	Other services		300
		43,964	44,870
			
	Directors' remuneration	308,626	357,083
	Information regarding the highest paid director is as follows		
		31 3 10	31 3 09
	Emoluments etc	£ 91,145	£ 86,779
			
5	INTEREST RECEIVABLE AND SIMILAR INCOME	21.2.10	21.2.00
		31 3 10 £	31 3 09 £
	Deposit account interest	1,901	18,289
6	INTEREST PAYABLE AND SIMILAR CHARGES	21.2.10	21 2 22
		31 3 10 £	31 3 09 £
	Bank interest	272,471	459,432
	Hire purchase	2,684	2,684
		275,155	462,116
			

NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 MARCH 2010

7	TAXATION			
	Analysis of the tax charge/(credit) The tax charge/(credit) on the profit on ordinary activities for	the year was as follo	nws	
	The tax energe (electry on the profit on ordinary territies for	ine year was as rome	31 3 10 £	31 3 09 £
	Current tax UK corporation tax		18,565	-
	Corporation tax prior years overprovision			6,334
	Total current tax		18,565	6,334
	Deferred tax		15,000	<u>(65,642</u>)
	Tax on profit/(loss) on ordinary activities		33,565	<u>(59,308</u>)
8	TANGIBLE FIXED ASSETS			
		Fixtures and fittings £	Motor vehicles £	Totals £
	COST At 1 April 2009 Additions	342,867 2,862	45,997 -	388,864 2,862
	Disposals	(76,977)	45.007	<u>(76,977)</u>
	At 31 March 2010	<u>268,752</u>	45,997	314,749
	DEPRECIATION At 1 April 2009 Charge for year Eliminated on disposal	319,281 6,940 (76,802)	15,219 7,695	334,500 14,635 (76,802)
	At 31 March 2010	249,419	22,914	272,333
	NET BOOK VALUE At 31 March 2010	19,333	23,083	42,416
	At 31 March 2009	23,586	30,778	54,364
9	FIXED ASSET INVESTMENTS			Unlisted investments
	COST At 1 April 2009 and 31 March 2010			648,934
	NET BOOK VALUE At 31 March 2010			648,934
	At 31 March 2009			648,934

NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 MARCH 2010

10	STOCKS		
10	STOCKS	31 3 10	31 3 09
	Stocks	£ 1,820,143	£ 2,315,994
			
11	DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR		
		31 3 10 £	31 3 09 £
	Trade debtors	5,422,909	5,840,496
	Profit on forward contracts	486,233	440,982
	Amounts owed by group undertakings Other debtors	92,022 19,906	67,917 18,126
	Tax	19,900	7,524
	Prepayments	92,854	119,754
		6,113,924	6,494,799
12	CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR	21.2.10	21.2.00
		31 3 10 £	31 3 09 £
	Bank loans and overdrafts (see note 14)	5,864,156	6,538,676
	Hire purchase contracts (see note 15)	12,425	13,486
	Trade creditors	668,014	912,659
	Amounts owed to group undertakings Tax	420,346 18,565	420,346
	Social security and other taxes	26,363	22,420
	Accruals and deferred income	144,141	145,311
		7,154,010	8,052,898
13	CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE		
13	YEAR		
		31 3 10	31 3 09
	II	£	£
	Hire purchase contracts (see note 15)	10,385	22,807
14	LOANS		
	An analysis of the maturity of loans is given below		
		21 2 12	21.2.00
		31 3 10 £	31 3 09 £
	Amounts falling due within one year or on demand	<i>*-</i>	~
	Bank overdrafts	5,864,156	6,538,676

NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 MARCH 2010

15	OBLIGATIO	NS UNDER HIRE PURCHASE CO	ONTRACTS	31 3 10 £	31 3 09 £	
16	Net obligations repayable Within one year Between one and five years			12,425 10,385	13,486 22,807	
				22,810	36,293	
	PROVISIONS FOR LIABILITIES			31 3 10 £	31 3 09 £	
	Deferred tax			15,000		
	5.0				Deferred tax £	
	Deferred tax in	curred			15,000	
	Balance at 31 I	March 2010			15,000	
17	CALLED UP SHARE CAPITAL					
	Allotted, issued and fully paid					
	Number	Class	Nominal value	31 3 10 £	31 3 09 £	
	1,420,884 5,000	'A' Ordinary 6 5% Cumulative Preference	£1 £1	1,420,884 5,000	1,420,884 5,000	
				1,425,884	1,425,884	
18	RESERVES		n . c.	0.41		
			Profit and loss account £	Capital redemption reserve	Totals £	
	At 1 April 2009 Profit for the y		129,120 180,824	173,050	302,170 180,824	
	At 31 March 2	010	309,944	173,050	482,994	

19 ULTIMATE PARENT COMPANY

The ultimate parent company is CCL Products (India) Limited, a company incorporated in India

NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 MARCH 2010

20 CONTINGENT LIABILITIES

- (1) As at 31 March 2010, there were outstanding forward currency contracts amounting to £3,854,824 (2009 £3,321,056)
- (11) The company has given guarantees in relation to the bank borrowings of other group companies within the group and is in receipt of guarantees against its own bank borrowings from other companies within the group

21 RELATED PARTY DISCLOSURES

During the year under review the company made a donation of £4,657 (2009 - £6,000) to Complete Coffee Foundation, a charity of which IEA Breminer is a Trustee

22 RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	31.3 10	31 3 09
Profit/(Loss) for the financial year	£ 180,824	£ (233,067)
Net addition/(reduction) to shareholders' funds Opening shareholders' funds	180,824 1,728,054	(233,067) 1,961,121
Closing shareholders' funds	1,908,878	1,728,054