

Registered number: 431776

G. H. Dean & Company Limited

**Directors' report and financial statements
For the 17 months ended 31 March 2002**



G. H. Dean & Company Limited

Company information

Directors

G L Doubleday
E G Doubleday
O P Doubleday
Mrs C T M Motley
P H Dean

Secretary

J Young

Company number

431776

Registered office

Hempstead Farm
Bapchild
Sittingbourne
Kent
ME9 9BH

Auditors

Reeves & Neylan
Chartered Accountants and Registered Auditors
Montague Place
Quayside
Chatham Maritime
Chatham
ME4 4QU

G. H. Dean & Company Limited

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G. H. Dean & Company Limited

Directors' report

For the 17 months ended 31 March 2002

The directors present their report and the financial statements for the 17 months ended 31 March 2002.

Statement of directors' responsibilities

Company law requires the directors to prepare financial statements for each financial year which 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 those financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and 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 proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the financial statements comply with the Companies Act 1985. 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.

Principal activities and review of business

The company's activities cover a wide range of farming; in particular arable, fruit and livestock.

The directors have changed the company's accounting period end date to 31 March.

Following a review of the group structure, the company has received an inter group dividend from G. H. Dean (1920) Limited of £1,616,167. This transaction clears the majority of the long term liabilities previously shown in the balance sheet and leaves a balance of £30,000 in respect of the share capital of G. H. Dean (1920) Limited.

Fixed assets

The directors are of the opinion that the current market value of the company's land and properties is in excess of the net book amount but the excess has not been quantified.

Directors

The directors who served during the period and their beneficial interests in the company's issued share capital were:

	Ordinary shares of 10p each	
	<u>31/3/02</u>	<u>1/11/00</u>
G L Doubleday	35,983	44,983
E G Doubleday	142,333	142,333
(and as trustee with no beneficial interest)	20,000	20,000
O P Doubleday	26,760	22,260
(and as trustee with no beneficial interest)	61,932	61,932
Mrs C T M Motley	19,500	15,000
(and as trustee with no beneficial interest)	46,932	46,932
P H Dean	6,520	6,520

Auditors

The auditors, Reeves & Neylan, will be proposed for reappointment in accordance with section 385 of the Companies Act 1985.

G. H. Dean & Company Limited

Directors' report

For the 17 months ended 31 March 2002

The report of the directors has been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

This report was approved by the board on 14th June 2002 and signed on its behalf.

A handwritten signature in black ink, appearing to read 'J Young', written in a cursive style.

J Young
Secretary

G. H. Dean & Company Limited

Independent auditors' report to the shareholders of G. H. Dean & Company Limited

We have audited the financial statements of G. H. Dean & Company Limited for the 17 months ended 31 March 2002 set out on pages 4 to 12. These financial statements have been prepared in accordance with the Financial Reporting Standard for Smaller Entities (effective March 2000) under the historical cost convention and the accounting policies set out on page 6.

Respective responsibilities of directors and auditors

As described in the Statement of Directors' Responsibilities the company's directors are responsible for the preparation of the financial statements in accordance with applicable law and United Kingdom Accounting Standards.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and United Kingdom Auditing Standards.

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you if, in our opinion, the Directors' Report is not consistent with the financial statements, if the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and transactions with the company is not disclosed.

We read the Directors' Report and consider the implications for our report if we become aware of any apparent misstatements within it.

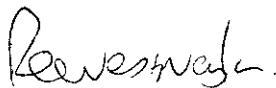
Basis of audit opinion

We conducted our audit in accordance with United Kingdom Auditing Standards issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

Opinion

In our opinion the financial statements give a true and fair view of the state of the company's affairs as at 31 March 2002 and of its profit for the 17 months then ended and have been properly prepared in accordance with the Companies Act 1985.



Reeves & Neylan

Chartered Accountants and Registered Auditors
Chatham

20 JUNE 2002

G. H. Dean & Company Limited

**Profit and loss account
For the 17 months ended 31 March 2002**

	Note	17 months ended 31 March 2002 £	Year ended 31 October 2000 £
Turnover	1	1,946,120	1,262,069
Cost of sales		(2,419,680)	(1,487,358)
Gross loss		(473,560)	(225,289)
Selling and distribution costs		(183,710)	(85,877)
Administrative expenses		(266,574)	(153,878)
Other operating income	2	478,117	344,105
Operating loss	3	(445,727)	(120,939)
Exceptional items	5		
Net profit on sale of tangible fixed assets		293,034	-
Loss on ordinary activities before interest		(152,693)	(120,939)
Income from investments in related companies	6	1,616,167	-
Income from other fixed asset investments		44,182	53,509
Amounts written off investments	10	(53,614)	-
Interest receivable		24,992	40,421
Profit/(loss) on ordinary activities before taxation		1,479,034	(27,009)
Tax on profit/(loss) on ordinary activities	7	(1,494)	(1,040)
Profit/(loss) on ordinary activities after taxation		1,477,540	(28,049)
Dividends	8	(33,854)	(33,854)
Retained profit/(loss) for the financial period	20	1,443,686	(61,903)

The notes on pages 6 to 12 form part of these financial statements.

G. H. Dean & Company Limited

**Balance sheet
As at 31 March 2002**

	Note	£	31 March 2002 £	£	31 October 2000 £
Fixed assets					
Tangible fixed assets	9		3,364,584		3,062,567
Investments	10		55,058		109,057
			<hr/>		<hr/>
			3,419,642		3,171,624
Current assets					
Stocks	11	443,279		573,277	
Debtors	12	268,100		306,579	
Cash at bank and in hand		233,497		374,762	
			<hr/>	<hr/>	
		944,876		1,254,618	
Creditors: amounts falling due within one year	13	(267,120)		(156,363)	
			<hr/>	<hr/>	
Net current assets			677,756		1,098,255
Total assets less current liabilities			4,097,398		4,269,879
Creditors: amounts falling due after more than one year	14		(30,000)		(1,646,167)
			<hr/>		<hr/>
Net assets			4,067,398		2,623,712
			<hr/>		<hr/>
Capital and reserves					
Called up share capital	16		43,347		43,347
Profit and loss account	20		4,024,051		2,580,365
			<hr/>		<hr/>
Shareholders' funds			4,067,398		2,623,712
			<hr/>		<hr/>

The financial statements have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies and in accordance with the Financial Reporting Standard for Smaller Entities (effective March 2000).

The financial statements were approved by the board on *14th JUNE 2002* and signed on its behalf.

P. H. Dean

P H Dean
Director

O P Doubleday

O P Doubleday
Director

The notes on pages 6 to 12 form part of these financial statements.

**Notes to the financial statements
For the 17 months ended 31 March 2002**

1. Accounting policies

1.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective March 2000). The company is not required to prepare group accounts because the group qualifies as small - sized under section 248(1) of the Companies Act 1985.

1.2 Cash flow

The financial statements do not include a cash flow statement because the company, as a small reporting entity, is exempt from the requirement to prepare such a statement under the Financial Reporting Standard for Smaller Entities (effective March 2000).

1.3 Turnover

Turnover comprises the invoiced value of goods and services supplied by the company, exclusive of Value Added Tax and trade discounts.

1.4 Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost of fixed assets, less their estimated residual value, over their expected useful lives on the following bases:

Freehold buildings	-	10% straight line
Leasehold buildings	-	10% straight line
Tractors, plant and vehicles	-	25% straight line

Land is not depreciated.

1.5 Stocks and work in progress

Stocks and work in progress are valued at the lower of cost and net realisable value after making due allowance for obsolete and slow-moving stocks. Cost includes all direct costs and an appropriate proportion of fixed and variable overheads.

1.6 Deferred taxation

Provision is made for taxation deferred as a result of material timing differences between the incidence of income and expenditure for taxation and accounts purposes, using the liability method, only to the extent that, in the opinion of the directors, there is a reasonable probability that a liability or asset will crystallise in the near future.

1.7 Government grants

Government assistance received in relation to farming activities is credited to turnover under the accruals basis. This assistance is in the form of livestock premiums, arable payments and nature conservancy premiums and amounted to £379,025 (2000: £229,076).

1.8 Pensions

The company operates the Norwich Union Group Plan. This is a 'money purchase' arrangement providing groups of employees with retirement and death in service benefits. The current contribution rates are 2.5% of earnings for members and 5% for the employer.

1.9 Production herd

Production herd animals are valued according to the Herd Basis rules.

G. H. Dean & Company Limited

**Notes to the financial statements
For the 17 months ended 31 March 2002**

2. Other operating income

	17 months ended 31 March 2002 £	Year ended 31 October 2000 £
Net rents receivable	478,117	344,105

3. Operating loss

The operating loss is stated after charging:

	17 months ended 31 March 2002 £	Year ended 31 October 2000 £
Depreciation of tangible fixed assets: - owned by the company	356,286	231,270
Auditors' remuneration	9,250	7,800
Pension costs	22,482	16,876
Profit on sale of tangible assets	(392,452)	(34,528)

4. Directors' remuneration

	17 months ended 31 March 2002 £	Year ended 31 October 2000 £
Aggregate emoluments	59,851	38,319

5. Exceptional items

	17 months ended 31 March 2002 £	Year ended 31 October 2000 £
Profit on sale of land	293,034	-

6. Income from investment in related companies

During the period the company received dividends of £1,616,167 from its subsidiary undertakings.

Notes to the financial statements
For the 17 months ended 31 March 2002

7. Taxation

	17 months ended 31 March 2002	Year ended 31 October 2000
	£	£
UK Corporation tax	1,494	1,040

Unrelieved trading losses of £685,133 are carried forward and are available to reduce the taxation liability in respect of future trading profits.

The market value of the investments is in excess of their values at 31 March 1982. There are no plans for sale in the foreseeable future of any substantial investment holdings, hence no deferred taxation effects have been considered for inclusion in these financial statements.

8. Dividends

	17 months ended 31 March 2002	Year ended 31 October 2000
	£	£
Total dividends proposed (7.81p per share)	33,854	33,854

9. Tangible fixed assets

	Land and buildings £	Plant and machinery £	Production herd £	Total £
Cost				
At 1 November 2000	2,909,671	992,848	52,095	3,954,614
Additions	481,843	186,556	-	668,399
Disposals	(27,792)	(268,908)	-	(296,700)
At 31 March 2002	3,363,722	910,496	52,095	4,326,313
Depreciation				
At 1 November 2000	222,396	669,651	-	892,047
Charge for the period	132,726	223,560	-	356,286
On disposals	(27,792)	(258,812)	-	(286,604)
At 31 March 2002	327,330	634,399	-	961,729
Net book value				
At 31 March 2002	3,036,392	276,097	52,095	3,364,584
At 31 October 2000	2,687,275	323,197	52,095	3,062,567

G. H. Dean & Company Limited

**Notes to the financial statements
For the 17 months ended 31 March 2002**

At 31 March 2002, included within the net book value of land and buildings is £3,035,727 (2000: £2,683,835) relating to freehold land and buildings, £665 (2000: £3,440) relating to long term leasehold land and buildings and £NIL relating to short term leasehold land and buildings.

The replacement cost of the production herd at 31 March 2002 is £181,850.

10. Fixed asset investments

	Shares in group under- takings £	Listed invest- ments £	Unlisted invest- ments £	Total £
Cost				
At 1 November 2000	83,614	38,121	13	121,748
Disposals	-	(2)	-	(2)
Amounts written off	(53,614)	-	-	(53,614)
At 31 March 2002	<u>30,000</u>	<u>38,119</u>	<u>13</u>	<u>68,132</u>
Provisions				
At 1 November 2000	-	12,691	-	12,691
Charge for the period	-	383	-	383
At 31 March 2002	<u>-</u>	<u>13,074</u>	<u>-</u>	<u>13,074</u>
Net book value				
At 31 March 2002	<u>30,000</u>	<u>25,045</u>	<u>13</u>	<u>55,058</u>
At 31 October 2000	<u>83,614</u>	<u>25,430</u>	<u>13</u>	<u>109,057</u>

Subsidiary undertakings

The following were subsidiary undertakings of the company. Both companies are registered in England:

G.H. Dean (1920) Limited (wholly owned by G.H. Dean & Company Limited)

Company dormant since 31/01/94

Radfield Limited (wholly owned by G.H. Dean (1920) Ltd)

Company dormant since 31/10/92

The aggregate of the share capital and reserves as at 31 March 2002 and of the profit or loss for the period ended on that date for the subsidiary undertakings were as follows:

	Aggregate of share capital and reserves £	Profit/(loss) £
G.H. Dean (1920) Limited (wholly owned by G.H. Dean & Company Limited)	42,391	(1,162,003)
Radfield Limited (wholly owned by G.H. Dean (1920) Ltd)	12,391	(441,774)
	<u>54,782</u>	<u>(1,603,777)</u>

Listed investments

The market value of the listed investments at 31 March 2002 was £1,510,948 (2000 - £1,469,303).

G. H. Dean & Company Limited

**Notes to the financial statements
For the 17 months ended 31 March 2002**

11. Stocks

	31 March 2002 £	31 October 2000 £
Crops in store	130,260	327,740
Livestock	166,520	157,512
Cultivations	81,476	31,789
Consumables	65,023	56,236
	<u>443,279</u>	<u>573,277</u>

12. Debtors

	31 March 2002 £	31 October 2000 £
Due within one year		
Trade debtors	209,225	94,484
Other debtors	58,875	212,095
	<u>268,100</u>	<u>306,579</u>

**13. Creditors:
Amounts falling due within one year**

	31 March 2002 £	31 October 2000 £
Trade creditors	184,574	87,381
Corporation tax	1,494	1,040
Social security and other taxes	19,795	12,377
Other creditors	61,257	55,565
	<u>267,120</u>	<u>156,363</u>

**14. Creditors:
Amounts falling due after more than one year**

	31 March 2002 £	31 October 2000 £
Amounts owed to subsidiary undertakings	<u>30,000</u>	<u>1,646,167</u>

Notes to the financial statements
For the 17 months ended 31 March 2002

15. Deferred taxation

The provision for deferred taxation and the amounts not provided are as follows:

	Amounts provided	Amounts not provided	Amounts provided	Amounts not provided
	2002	2002	2000	2000
	£	£	£	£
Accelerated capital allowances	-	11,176	-	6,858

The potential liability and provision are based on a corporation tax rate of 19% (2000 : 20%).

16. Share capital

	31 March 2002	31 October 2000
	£	£
Authorised		
500,000 Ordinary shares of 10p each	50,000	50,000
Allotted, called up and fully paid		
433,474 Ordinary shares of 10p each	43,347	43,347

17. Capital commitments

At 31 March 2002 the company had capital commitments as follows:

	31 March 2002	31 October 2000
	£	£
Contracted for but not provided in these financial statements	7,002	-

18. Pension commitments

The company operates a defined contribution scheme. The assets of the scheme are held separately from those of the company in an independently administered fund. The pension costs charge represents contributions payable by the company to the fund and amounted to £22,482 (2000 : £16,876). There is a creditor at the year end of £1,704 due to Norwich Union.

19. Related party transactions

During the period the company received sales income of £81,180 and investment income of £283 from SCATS, of which Mr O P Doubleday is a director. In addition, the company made purchases of seed and livestock sundries worth £1,135 from SCATS. All the above transactions were carried out at arms length.

The company acquired goods and services for £2,068 and paid rent of £5,900 to Bax Farm. It also received income of £7,792 in respect of costs and expenses recharged and £658 in respect of sales income. At the period end the accounts include a creditor in respect of Bax Farm of £1,038 and a debtor of £6,178. Bax Farm is owned by Mr O P Doubleday and all transactions were carried out at market value.

G. H. Dean & Company Limited

**Notes to the financial statements
For the 17 months ended 31 March 2002**

20. Reserves

Profit and loss account

£

At 1 November 2000

2,580,365

Profit retained for the period

1,443,686

At 31 March 2002

4,024,051