Registered number: 00431776

G H Dean & Company Limited

Directors' report and financial statements

for the year ended 31 March 2012

TUESDAY

02/10/2012 COMPANIES HOUSE #173

## **Company Information**

**Directors** P H Dean (Chairman)

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

T H Baily

Miss A É Reutter

Company secretary Miss J A Hadlow

Company number 00431776

Registered office Hempstead Farm

Tonge Sittingbourne

Kent ME9 9BJ

Auditor Reeves & Co LLP

Statutory Auditor & Chartered Accountants

Montague Place

Quayside

Chatham Maritime

Chatham Kent ME4 4QU

# Contents

	Page
Directors' report	1 - 2
Independent auditor's report	3 - 4
Profit and loss account	5
Balance sheet	6
Cash flow statement	7
Notes to the financial statements	8 - 15

# Directors' report for the year ended 31 March 2012

The directors present their report and the financial statements for the year ended 31 March 2012

#### Principal activities

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

During the year ended 31 March 2012 the company results show an operating profit of £409,965 and made a net profit before tax of £2,613,497

#### **Directors**

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

	Ordinary shares of 10p each	
	31/3/12	1/4/11
P H Dean (Chairman)	3,260	3,260
E G Doubleday	97,333	97,333
G L Doubleday	-	-
O P Doubleday	18,760	18,760
(and as trustee with no beneficial interest)	-	_
Mrs C T M Motley	19,500	19,500
Mrs M A Doubleday (wife of G L Doubleday)	83	83
Mrs J C Doubleday (wife of E G Doubleday)	15,000	15,000
Mrs M Doubleday (wife of O P Doubleday)	6,000	6,000
T H Baily	10,000	10,000
Miss A E Reutter	15,666	12,500

### Acquisition of own shares

During the year, 3,260 Ordinary 10p shares were repurchased by the company from the estate of Mr S J Wiles deceased, for the benefit of the company's trade. These 3,260 Ordinary 10p shares represented less than 1% of the issued share capital (before the purchase). The consideration for these shares was £37,940 including stamp duty paid.

Directors' report for the year ended 31 March 2012

#### Directors' responsibilities statement

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 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 judgments 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 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.

#### Provision of information to auditor

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

- so far as that director is aware, there is no relevant audit information of which the company's auditor is unaware, and
- that director has taken all the steps that ought to have been taken as a director in order to be aware of any
  information needed by the company's auditor in connection with preparing its report and to establish that the
  company's auditor is aware of that information

#### Auditor

The auditor, Reeves & Co LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006

In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006

This report was approved by the board on 17 July 2012 and signed on its behalf

Miss J A Hadlow

Sphluster

Secretary

#### Independent auditor's report to the shareholders of G H Dean & Company Limited

We have audited the financial statements of G H Dean & Company Limited for the year ended 31 March 2012, set out on pages 5 to 15. The financial reporting framework that has been applied in their preparation is applicable law and the Financial Reporting Standard for Smaller Entities (effective April 2008) (United Kingdom Generally Accepted Accounting Practice applicable to Smaller 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 auditor

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 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. In addition, we read all the financial and non-financial information in the Directors' report to identify material inconsistencies with the audited financial statements. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

#### 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 2012 and of its profit for the year then ended,
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities, 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 Directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements

#### Independent auditor's report to the shareholders of G H Dean & Company Limited

### 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, or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemption in preparing the Directors' report

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Susan Robinson BA FCA FCIE DChA MCMI (Senior statutory auditor)

for and on behalf of Reeves & Co LLP

Statutory Auditor Chartered Accountants

Chatham Maritime

17 July 2012

# Profit and loss account for the year ended 31 March 2012

	Note	2012 £	2011 £
Turnover	1	4,619,260	2,613,866
Cost of sales		(4,252,803)	(2,640,940)
Gross profit/(loss)		366,457	(27,074)
Distribution costs		(3,038)	(4,896)
Administrative expenses		(286,164)	(253,994)
Other operating income	2	332,710	262,949
Operating profit/(loss)	3	409,965	(23,015)
Exceptional items			
Net profit on sale of tangible fixed assets	5	2,104,000	1,235,000
Profit on ordinary activities before interest		2,513,965	1,211,985
Income from other fixed asset investments		74,387	75,059
Interest receivable and similar income		25,145	26
Interest payable and similar charges		<del>-</del>	(318)
Profit on ordinary activities before taxation		2,613,497	1,286,752
Tax on profit on ordinary activities	6	(137,058)	(211,223)
Profit for the financial year	14	2,476,439	1,075,529

The notes on pages 8 to 15 form part of these financial statements

# G H Dean & Company Limited Registered number: 00431776

# Balance sheet as at 31 March 2012

	Note	£	2012 £	£	2011 £
Fixed assets					
Tangible assets	7		7,299,147		6,486,353
Investments	8		53,920		53,920
			7,353,067		6,540,273
Current assets					
Stocks		829,068		829,075	
Debtors	9	952,772		551,350	
Cash at bank		1,260,661		1,158,513	
		3,042,501		2,538,938	
Creditors: amounts falling due within one year	10	(417,110)		(451,451)	
Net current assets			2,625,391		2,087,487
Total assets less current liabilities			9,978,458		8,627,760
Creditors amounts falling due after more than one year	11		(30,000)		(30,000)
Provisions for liabilities					
Deferred Tax	12		(161,058)		-
Net assets			9,787,400		8,597,760
Capital and reserves					
Called up share capital	13		43,021		43,347
Capital redemption reserve	14		326		-
Profit and loss account	14		9,744,053		8,554,413
Shareholders' funds			9,787,400		8,597,760

The financial statements have been prepared in accordance with the special provisions relating to companies subject to the small companies regime within Part 15 of the Companies Act 2006 and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008)

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 17 July 2012

P H Dean (Chairman)

PH Dean

Director

O P Doubleday

Director

The notes on pages 8 to 15 form part of these financial statements

# Cash flow statement for the year ended 31 March 2012

	£	2012	£	2011
Cash generated from operations	T.	£	£.	£
Operating profit/(loss)	409,965		(23,015)	
Depreciation of tangible fixed assets	445,776		507,730	
Profit on disposal of tangible fixed assets	(76,273)		(38,187)	
Decrease/(increase) in stocks	7		(354,489)	
Decrease in trade debtors	30,921		380,682	
Increase in other debtors	(422,685)		(262,882)	
Increase/(decrease) in trade creditors	96,591		(38,441)	
Decrease in other creditors	(19,709)		(13,706)	
Cash from other sources		464,593		157,692
Interest received	25,145		26	
Dividends received	74,387		75,059	
Sale of tangible fixed assets	2,334,582	_	1,398,384	
		2,434,114		1,473,469
Application of cash				
Interest paid	-		(318)	
Dividends paid	(1,248,859)		(169,055)	
Tax paid	(96,882)		(59,865)	
Purchase of own shares	(37,940)		-	
Purchase of tangible fixed assets	(1,412,878)	_	(404,722)	
		(2,796,559)		(633,960)
Net increase in cash	•	102,148	-	997,201
Cash at bank and in hand less overdrafts at beginning of the year		1,158,513		161,312
Cash at bank and in hand less overdrafts at end of the year		1,260,661	=	1,158,513
Consisting of				
Cash at bank and in hand		1,260,661	_	1,158,513
		1,260,661	_	1,158,513
	•		<del>-</del>	

The notes on pages 8 to 15 form part of these financial statements

# Notes to the financial statements for the year ended 31 March 2012

#### 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 April 2008)

#### 1.2 Turnover

Turnover comprises revenue recognised by the company in respect of goods and services supplied during the year, exclusive of Value Added Tax and trade discounts

The revenue recognised is measured by reference to the amounts likely to be chargeable to customers, less a suitable allowance to recognise the uncertainties remaining in the completion of the obligations. Contingent income is recognised only when the contingent element is assured.

#### 1.3 Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less depreciation. Depreciation is not charged on freehold land. Depreciation on other tangible fixed assets is provided at rates calculated to write off the cost of those assets, less their estimated residual value, over their expected useful lives on the following bases.

Freehold property - 10% straight line
Leasehold buildings - 10% straight line
Grain store - 20% straight line
Computers and IT equipment - 33% straight line
Irrigation equipment - 10% reducing balance

Tractors, plant and vehicles - 25% reducing balance/straight line

Refrigeration equipment - 20% straight line

Land - 0% Production herd - 0%

### 1.4 Investments

Investments held as fixed assets are shown at cost less provision for impairment

#### 15 Stocks

Stocks are valued by professional valuers George Webb Finn at the lower of cost and net realisable value after making due allowance for obsolete and slow-moving stocks

### 1.6 Deferred taxation

Full provision is made for deferred tax assets and liabilities arising from all timing differences between the recognition of gains and losses in the financial statements and recognition in the tax computation

A net deferred tax asset is recognised only if it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted

Deferred tax assets and liabilities are calculated at the tax rates expected to be effective at the time the timing differences are expected to reverse

Deferred tax assets and liabilities are not discounted

# Notes to the financial statements for the year ended 31 March 2012

### 1. Accounting policies (continued)

## 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 and the single farm payment scheme and amounted to £507,869 (2011 £379,189).

#### 1.8 Pensions

The company operates a defined contribution pension scheme and the pension charge represents the amounts payable by the company to the fund in respect of the year

#### 19 Production herd

Production herd animals are valued according to the Herd Basis rules

## 2. Other operating income

		2012 £	2011 £
	Property account	332,710	262,949
3	Operating profit/(loss)		
	The operating profit/(loss) is stated after charging/(crediting)		
		2012 £	2011 £
	Depreciation of tangible fixed assets - owned by the company Auditors' remuneration Profit on sale of tangible assets	445,776 15,750 (76,273)	507,730 17,000 (38,187)
4	Directors' remuneration		
		2012 £	2011 £
	Aggregate emoluments	120,378	113,760

During the year retirement benefits were accruing to 1 director (2011 - 1) in respect of defined benefit pension schemes

# Notes to the financial statements for the year ended 31 March 2012

### 5. Exceptional items

6.

2012 £	2011 £
2,104,000	1,235,000
<del></del>	
2012 £	2011 £
100,000 (124,000)	211,223 -
(24,000)	211,223
201,609 (40,551)	- -
161,058	-
137,058	211,223
	2012 £ 100,000 (124,000) (24,000) 201,609 (40,551) 161,058

### Factors affecting tax charge for the year

There were no factors that affected the tax charge for the year which has been calculated on the profits on ordinary activities before tax at the standard rate of corporation tax in the UK of 24% (2011 26%)

## Factors that may affect future tax charges

Unrelieved trading losses of £168,963 are carried forward and are available to reduce the taxation liability in respect of future trading profits

If the company's fixed asset investments were sold at the value shown in note 8, corporation tax (at 24%) of approximately £292,767 would become payable

# Notes to the financial statements for the year ended 31 March 2012

# 7. Tangible fixed assets

	Land & Buildings £	Leasehold Buildings £	Plant & Machinery £	Production Herd £	Total £
Cost					
At 1 April 2011	6,797,752	45,325	2,462,884	31,721	9,337,682
Additions	769,303	-	643,575	-	1,412,878
Disposals			(301,308)	-	(301,308)
At 31 March 2012	7,567,055	45,325	2,805,151	31,721	10,449,252
Depreciation					
At 1 April 2011	1,400,833	45,325	1,405,171	-	2,851,329
Charge for the year	112,735	· _	333,041	_	445,776
On disposals	-	-	(147,000)	-	(147,000)
At 31 March 2012	1,513,568	45,325	1,591,212	-	3,150,105
Net book value					
At 31 March 2012	6,053,487		1,213,939	31,721	7,299,147
At 31 March 2011	5,396,919	-	1,057,713	31,721	6,486,353

Included in land and buildings is freehold land at cost of £5,470,518 (2011  $\pm$ 4,703,620), which is not depreciated

At 31 March 2012, the entire net book value of land and buildings is held freehold

# Notes to the financial statements for the year ended 31 March 2012

#### 8. Fixed asset investments

	Shares in group under- takings £	Listed Investments £	Unlisted Investments £	Total £
Cost or valuation				
At 1 April 2011 and 31 March 2012	30,000	23,907	13	53,920
Net book value				
At 31 March 2012	30,000	23,907	13	53,920
At 31 March 2011	30,000	23,907	13	53,920

#### Subsidiary undertakings

The following were subsidiary undertakings of the company

#### Name

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) Limited)

Company dormant since 31/10/92

The aggregate of the share capital and reserves as at 31 March 2012 and of the profit or loss for the year ended on that date for the subsidiary undertakings were as follows

	Aggregate of share capital	
Name	and reserves	Profit/(loss)
	£	£
G H Dean (1920) Limited (wholly owned by G H Dean &		
Company Limited)	63,829	-
Radfield Limited (wholly owned by G H Dean (1920) Limited)	12,391	-

#### Listed investments

The market value of the listed investments at 31 March 2012 was £1,561,022 (2011 £1,610,369)

### 9 Debtors

	2012 £	2011 £
Trade debtors Other debtors	124,419 828,353	155,340 396,010
	952,772	551,350

# Notes to the financial statements for the year ended 31 March 2012

10. Creditors <sup>.</sup> Amounts falling due within one year		
	2012 £	2011 £
Trade creditors Corporation tax Social security and other taxes Other creditors	272,736 100,000 5,891 38,483	176,145 211,223 21,356 42,727
	417,110	451,451
11. Creditors <sup>.</sup> Amounts falling due after more than one year		
, , , , , , , , , , , , , , , , , , , ,	2012	2011
Amounts owed to group undertakings	£ 30,000	30,000
Creditors include amounts not wholly repayable within 5 years as follow	/S	
	2012 £	2011 £
Repayable other than by instalments	30,000	30,000
12. Deferred taxation		
	2012 £	2011 £
At beginning of year Charge for year	- 161,058	- -
At end of year	161,058	
The provision for deferred taxation is made up as follows		
	2012 £	2011 £
Accelerated capital allowances Tax losses carried forward	201,609 (40,551)	-
	161,058	-

# Notes to the financial statements for the year ended 31 March 2012

#### 13. Share capital

		2012 £	2011 £
	Allotted, called up and fully paid		
	430,214 (2011 - 433,474) Ordinary shares of £0 10 each	43,021	43,347
14.	Reserves		
		Capital	
		redempt'n	Profit and
			loss account
		£	£
	At 1 April 2011		8,554,413
	Profit for the year		2,476,439
	Dividends Equity capital Purchase of own shares		(1,248,859)
	Transfer on purchase of own shares	326	(37,940)
	At 31 March 2012	326	9,744,053
	7.K 5   10.G.S.   25   2		
15.	Dividends		
		2012	2011
		£	£
	Dividends paid on equity capital	1,248,859	169,055
			<u></u>
16	Capital commitments		

#### 17. 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 £12,832 (2011 £9,856). The amount outstanding at the balance sheet date amounted to £nil (2011- £nil).

2012

£

2011

£ 39,673

At 31 March 2012 the company had capital commitments as follows

Contracted for but not provided in these financial statements

# Notes to the financial statements for the year ended 31 March 2012

#### 18 Related party transactions

The company is party to a contract farming agreement with Bax Farm, a business owned by Mr O P Doubleday who is a director of G H Dean & Co Limited

During the year wheat sales arising from the agreement totalled £65,420 (2011 £90,751) The company charged Bax Farm a contractor's charge of £43,232 (2011 £59,553) and a management fee of £100 (2011 £100) The company paid Bax Farm the sum of £412 (2011 £1,085) as part of the contract agreement

An amount of £nil (2011 £13,407) was due to the company at the balance sheet date

Goods and services were supplied during the year to Bax Farm of £88,047 (2011 £5,020), of which £58,499 (2011 £5,020) was due to G H Dean & Co Limited at the balance sheet date Goods and services were also acquired during the year from Bax Farm of £25,120 (2011 £2,000), of which there was no outstanding liability at the balance sheet date (2011 £nil)

All transactions were carried out at market value

Mileage, use of car and other expenses paid to Mr O P Doubleday amounted to £4,115 (2011 £4,082) of which £4,115 (2011 £4,082) was outstanding at the balance sheet date

Goods and services were acquired from East Malling Research, a company for which Mr O P Doubleday is a director, of £130 (2011 £1,028) of which £nil was due to G H Dean & Co Limited at the balance sheet date (2011 £1,008)

Dividends were paid during the year to the directors as follows

	2012 £	2011 £
	~	~
P H Dean	9,454	1,270
E G Doubleday	282,270	37,960
G L Doubleday	•	3,120
O P Doubleday	54,404	6,926
Mrs C T M Motley	56,550	7,605
T H Baily	29,000	3,900
Miss A É Reutter	44,165	4,095

#### 19 Controlling party

There is no ultimate controlling party