

Registered number
2793104

Boxford (Suffolk) Farms Limited

Report and Accounts

31 March 2004



Boxford (Suffolk) Farms Limited
Report and accounts
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Boxford (Suffolk) Farms Limited
Company Information

Directors

J Loshak
Mrs S P Rendall

Secretary

J Loshak

Auditors

Baker Tilly
87 Guildhall Street
Bury St Edmunds
Suffolk
IP33 1PU

Bankers

HSBC Plc
46 Market Hill
Sudbury
Suffolk
CO10 6ES

Solicitors

Barker Gotelee
41 Barrack Square
Martlesham Heath
Ipswich
IP5 3RF

Registered office

The Stoke by Nayland Club
Keepers Lane
Leavenheath
Colchester
Essex
CO6 4PZ

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Boxford (Suffolk) Farms Limited

Directors' Report

The directors present their report and accounts for the year ended 31 March 2004.

Principal activities and review of the business

The company's principal activities during the year were those of fruit growing and farming.

The poor result for the year was as expected and the directors are hopeful that the position can be improved upon in the current year.

Results and dividends

The loss for the year, after taxation, amounted to £35,668. The directors are unable to recommend a dividend.

Directors

The directors who served during the year and their interests in the share capital of the company were as follows:

Mrs SP Rendall
J Loshak

The directors do not have any beneficial interests in the shares of the company. Both directors are also directors of The Boxford Group Limited, the ultimate parent company. Their interests in the share capital of The Boxford Group Limited are shown in that company's accounts.

Directors' responsibilities

Company law requires the directors to prepare accounts 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 for that period. In preparing those accounts, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent; and
- prepare the accounts on the going concern basis unless it is inappropriate to presume that the company will continue in business.

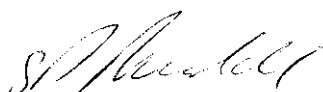
The directors are responsible for maintaining proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the accounts comply with the Companies Act 1985. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Auditors

A resolution to re-appointment Baker Tilly will be proposed at the forthcoming Annual General Meeting.

This report was approved by the board on 13 SEPTEMBER 2004

On behalf of the Board
SP Rendall
Director



Boxford (Suffolk) Farms Limited

Independent auditors' report to the shareholder of Boxford (Suffolk) Farms Limited

We have audited the accounts of Boxford (Suffolk) Farms Limited for the year ended 31 March 2004 which comprise pages 5 to 12. These accounts have been prepared under the historical cost convention and the accounting policies set out therein.

This report is made solely to the company's members, as a body, in accordance with Section 235 of the Companies Act 1985. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditors

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

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

We report to you our opinion as to whether the accounts 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 accounts, 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 accounts. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the accounts, 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 accounts 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 accounts.

Opinion

In our opinion the accounts give a true and fair view of the state of the company's affairs as at 31 March 2004 and of its loss for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

Baker Tilly
Registered auditors

87 Guildhall Street
Bury St Edmunds
Suffolk
IP33 1PU

13 September 2004

Boxford (Suffolk) Farms Limited
Profit and Loss Account
for the year ended 31 March 2004

	Notes	Total 2004 £	Restated Total 2003 £
Turnover	2	1,262,827	1,088,363
Cost of sales		(1,137,931)	(859,342)
Gross profit		<u>124,896</u>	<u>229,021</u>
Distribution costs		(7,567)	(53,872)
Administrative expenses		(152,875)	(153,783)
Other operating income		12,000	-
Operating (loss)/profit	3	<u>(23,546)</u>	<u>21,366</u>
Exceptional items:			
profit on the disposal of tangible fixed assets	4	2,878	-
		<u>(20,668)</u>	<u>21,366</u>
Interest receivable		-	418
(Loss)/profit on ordinary activities before taxation		<u>(20,668)</u>	<u>21,784</u>
Tax on (loss)/profit on ordinary activities	7	-	-
Retained (loss)/profit for the financial year	17	<u><u>(20,668)</u></u>	<u><u>21,784</u></u>

Continuing operations

None of the company's activities were acquired or discontinued during the above two financial years.

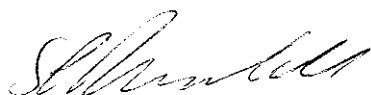
Statement of total recognised gains and losses

The company has no recognised gains or losses other than the (loss)/profit for the above two financial years.

Boxford (Suffolk) Farms Limited
Balance Sheet
as at 31 March 2004

	Notes	£	2004 £	£	2003 £
Fixed assets					
Tangible assets	8		1,337,238		1,373,688
Investments	9		<u>1,767,979</u>		<u>1,767,979</u>
			3,105,217		3,141,667
Current assets					
Stocks	10	155,416		162,505	
Debtors	11	33,248		63,942	
Debtors: amounts falling due after more than one year		196,361		91,039	
Cash at bank and in hand		<u>18</u>		<u>24</u>	
		385,043		317,510	
Creditors: amounts falling due within one year	12	(39,666)		(90,857)	
Net current assets			345,377		226,653
Total assets less current liabilities			<u>3,450,594</u>		<u>3,368,320</u>
Creditors: amounts falling due after more than one year	13	(3,442,459)		(3,339,517)	
			<u>8,135</u>		<u>28,803</u>
Capital and reserves					
Called up share capital	16		100		100
Profit and loss account	17		8,035		28,703
Shareholder's funds:					
Equity			<u>8,135</u>		<u>28,803</u>
	18		<u>8,135</u>		<u>28,803</u>

SP Rendall
Director



Approved by the board on 13 SEPTEMBER 2004

Boxford (Suffolk) Farms Limited
Notes to the Accounts
for the year ended 31 March 2004

1 Accounting policies

Accounting convention

The accounts have been prepared under the historical cost convention and in accordance with applicable accounting standards.

Group accounts

The company is exempt from the requirement to prepare group accounts, by virtue of section 248 of the Companies Act 1985, as the group it heads qualifies as a small sized group. These financial statements therefore present information about the company as an individual undertaking and not about its group.

Cash flow statement

The company has taken advantage of the exemptions conferred by Financial Reporting Standard 1 'Cash Flow Statements (Revised 1996)' not to prepare a cash flow statement on the grounds that it is a 'small' company under the Companies Act 1985.

Going concern

The directors have considered the going concern position of the company and its future trading prospects. They consider that the company will be able to continue trading provided the current level of support is maintained by its fellow group companies. The directors are of the opinion that the company will continue to receive support from the group companies and that it will be able to trade profitably in the foreseeable future.

Depreciation

Depreciation is provided on all tangible fixed assets, other than freehold land, at rates calculated to write off the cost, less estimated residual value, of each asset evenly over its expected useful life, as follows:

Freehold buildings	- over 50 years
Improvements to property	- over 10 years
Motor vehicles	- over 5 years
Plant and machinery	- over 5 to 20 years
Growing plants	- over 3 to 10 years

Investments

Investments held as fixed assets are included in the accounts at cost less any provisions for impairment.

Capital grants

Capital grants received are included within deferred income and are credited to the profit and loss account over the expected useful life of the related fixed asset.

Stocks

Stocks are stated at the lower of cost and net realisable value. Cost includes all direct costs incurred bringing the stocks to their present location and condition.

Boxford (Suffolk) Farms Limited
Notes to the Accounts
for the year ended 31 March 2004

Lease income

The company leases storage facilities as part of its normal course of business. The leases are treated as operating lease income and included in the profit and loss account as they become due.

Deferred taxation

Full provision is made for deferred taxation resulting from timing differences between the recognition of gains and losses in the accounts and their recognition for tax purposes.

Deferred tax is calculated at the tax rates which are expected to apply in the periods when the timing differences will reverse. Deferred tax assets and liabilities are not discounted.

Pensions

The company operates a defined contribution pension scheme. Contributions are charged to the profit and loss account as they become payable in accordance with the rules of the scheme.

2 Turnover

The turnover of the company for the year has been derived from its principal activity wholly undertaken in the United Kingdom.

3 Operating profit/(loss)	2004	2003
	£	£

This is stated after charging:

Depreciation of owned fixed assets	137,650	107,990
Operating lease rentals - land and buildings	55,000	55,000
Auditors' remuneration	5,000	5,000
	<u>197,650</u>	<u>167,990</u>

4 Exceptional items	2004	2003
	£	£

Profit on disposal of plant and machinery	2,878	-
	<u>2,878</u>	<u>-</u>
Amounts written off investments	-	-
	<u>2,878</u>	<u>-</u>

5 Directors' emoluments	2004	2003
	£	£

Emoluments	640	-
	<u>640</u>	<u>-</u>

Boxford (Suffolk) Farms Limited
Notes to the Accounts
for the year ended 31 March 2004

6 Staff costs	2004	2003
	£	£
Wages and salaries	389,884	198,302
Social security costs	11,476	154,571
	<u>401,360</u>	<u>352,873</u>

Average number of employees during the year	Number	Number
Administration	2	2
Production	42	43
	<u>44</u>	<u>45</u>

7 Taxation	2004	2003
	£	£
Analysis of charge in period		
Tax on profit on ordinary activities	<u>-</u>	<u>-</u>

Factors affecting tax charge for period

The differences between the tax assessed for the period and the standard rate of corporation tax are explained as follows:

	2004	2003
	£	£
(Loss)/profit on ordinary activities before tax	<u>(20,668)</u>	<u>21,784</u>
Small companies rate of corporation tax in the UK	19%	19%
	£	£
Profit/(loss) on ordinary activities multiplied by the small companies rate of corporation tax	(3,927)	4,139
Effects of:		
Expenses not deductible for tax purposes	1,608	
Difference between capital allowances and depreciation	3,762	(859)
Utilisation of tax losses (group relief)	-	(3,280)
Unrelieved tax losses	(1,443)	-
Current tax charge for period	<u>-</u>	<u>-</u>

Factors that may affect future tax charges

The company has estimated losses of £972,772 (2003: £965,370) available for carry forward against future trading profits.

Boxford (Suffolk) Farms Limited
Notes to the Accounts
for the year ended 31 March 2004

8 Tangible fixed assets

	Freehold land and buildings £	Motor vehicles £	Plant and machinery £	Total £
Cost				
At 1 April 2003	984,371	104,273	1,031,140	2,119,784
Additions	2,075	4,960	97,887	104,922
Disposals	-	-	(7,445)	(7,445)
At 31 March 2004	<u>986,446</u>	<u>109,233</u>	<u>1,121,582</u>	<u>2,217,261</u>
Depreciation				
At 1 April 2003	32,876	70,487	642,733	746,096
Charge for the year	8,021	13,003	116,626	137,650
On disposals	-	-	(3,723)	(3,723)
At 31 March 2004	<u>40,897</u>	<u>83,490</u>	<u>755,636</u>	<u>880,023</u>
Net book value				
At 31 March 2004	<u>945,549</u>	<u>25,743</u>	<u>365,946</u>	<u>1,337,238</u>
At 31 March 2003	<u>951,495</u>	<u>33,786</u>	<u>388,407</u>	<u>1,373,688</u>

9 Investments

	Investments in subsidiary undertakings £	Other investments £	Total £
Cost			
At 1 April 2003 and 31 March 2003	<u>1,767,069</u>	<u>910</u>	<u>1,767,979</u>

The company holds 100% of the ordinary share capital of Plantsman Ardleigh Storage Limited, a company registered in England and Wales.

The aggregate amount of capital and reserves and the results of the subsidiary for the last relevant accounting period were as follows:

	Capital and reserves £	Loss for the period £
Plantsman Ardleigh Storage Limited	<u>552,637</u>	<u>(35,198)</u>

Boxford (Suffolk) Farms Limited
Notes to the Accounts
for the year ended 31 March 2004

10 Stocks	2004	2003
	£	£
Raw materials and consumables	500	500
Work in progress	93,396	99,559
Finished goods and goods for resale	61,520	62,446
	<u>155,416</u>	<u>162,505</u>

The difference between purchase price or production cost of stocks and their replacement cost is not material.

11 Debtors	2004	2003
	£	£
Trade debtors	20,093	30,149
Amounts owed by group undertakings and undertakings in which the company has a participating interest	196,361	117,677
Other debtors	13,155	7,155
	<u>229,609</u>	<u>154,981</u>

Amounts due after more than one year included in:

Amounts owed by group undertakings and undertakings in which the company has a participating interest

<u>181,361</u>	<u>117,667</u>
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12 Creditors: amounts falling due within one year	2004	2003
	£	£
Trade creditors	15,918	81,669
Other creditors	5,167	3,688
Accruals and deferred income	18,581	5,500
	<u>39,666</u>	<u>90,857</u>

13 Creditors: amounts falling due after one year	2004	2003
	£	£
Amounts owed to group undertakings and undertakings in which the company has a participating interest	<u>3,442,459</u>	<u>3,339,517</u>

14 Loans	2004	2003
	£	£
Analysis of maturity of debt:		
Between one and two years	<u>3,442,459</u>	<u>1,431,641</u>

Boxford (Suffolk) Farms Limited
Notes to the Accounts
for the year ended 31 March 2004

15 Deferred taxation	2004	2003
	£	£
Accelerated capital allowances	28,980	37,511
Tax losses carried forward	(28,980)	(37,511)
Undiscounted provision for deferred tax	<u>-</u>	<u>-</u>

16 Share capital	2004	2003
	£	£
Authorised:		
Ordinary shares of £1 each	<u>100</u>	<u>100</u>

	2004	2003	2004	2003
	No	No	£	£
Allotted, called up and fully paid:				
Ordinary shares of £1 each	<u>100</u>	<u>100</u>	<u>100</u>	<u>100</u>

17 Profit and loss account	2004	2003
	£	£
At 1 April 2003	28,703	6,919
Retained (loss)/profit	(20,668)	21,784
At 31 March 2004	<u>8,035</u>	<u>28,703</u>

18 Reconciliation of movement in shareholder's funds	2004	2003
	£	£
At 1 April 2003	28,803	7,019
(Loss)/profit for the financial year	(20,668)	21,784
At 31 March 2004	<u>8,135</u>	<u>28,803</u>

19 Contingent liabilities

There is a contingent liability in respect of a cross guarantee given to HSBC Bank Plc regarding bank borrowing of other group companies amounting to £1,993,713 (2003 - £2,084,988) at the balance sheet date.

Boxford (Suffolk) Farms Limited
Notes to the Accounts
for the year ended 31 March 2004

20 Related parties

The material related party transactions during the year together with the related outstanding balance at the year end is shown below:

Related party	Relationship	Transaction	Amount (receivable)/ payable in the year to 31 March 2004 £	Amounts due to/ (from) at 31 March 2004 £
Boxford (Suffolk) Holdings Ltd	Immediate parent	Management charges	24,875	3,482,459
Plantsman Ardleigh Storage Ltd	Subsidiary	Packaging and storage charges	492,560	206,359
Plantsman Ardleigh Storage Ltd	Subsidiary	Fruit sales	(1,114,887)	(266,362)
Plantsman Ardleigh Storage Ltd	Subsidiary	Inter-co advance	100,000	13,964
The Stoke By Nayland Club Ltd	Fellow subsidiary	Recharge of expenses	(76,626)	(139,535)
The Stoke By Nayland Club Ltd	Fellow subsidiary	Recharge of expenses	19,002	9,370

21 Controlling party

The company is a wholly owned subsidiary of Boxford (Suffolk) Holdings Limited, a company registered in England and Wales. Copies of the financial statements of Boxford (Suffolk) Holdings Limited are available from Companies House.

The immediate controlling party is Boxford (Suffolk) Holdings Limited. The ultimate controlling party is The Boxford Group Limited.