Company registration number: 02828572

Wild Harvest Limited

Annual report and financial statements

For the year ended 31 December 2015

Wild Harvest Limited

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Strategic report

The directors present their strategic report on the Company for the year ended 31 December 2015.

Review of the business
The principal activity of the Company is the specialist supply of produce to the catering industry. The Company is based in London's food market, New Covent Garden and distributes a wide range of fine ingredients, fresh and ambient, to fine dining restaurants with the Company supplying many of London's distinguished establishments and over 500 hotels and restaurants across the UK through its own distribution network.

The Company's core range consists of wild mushrooms, truffles, fresh produce and specialist patisserie ingredients, some of which are unique to the UK through the Company. This is supplemented with a range of seasonal meat, game and dairy that changes on a daily basis.

The results of the Company for the year are set out in the income statement on page 5. The results for the Company show a profit on ordinary activities before taxation of £611,000 (2014: £636,000) for the year and revenue of £6,445,000 (2014: £6,259,000). The directors consider there to be no additional key performance indicators other than those on the primary financial statements.

At the year end, the Company had net assets amounting to £1,547,000 (2014: £356,000 net liabilities). The parent company has confirmed that it will not require repayment of amounts owed by the Company until such a time as the Company has sufficient funds to repay its liabilities as they fall due.

On 23 February 2015 the Company along with certain other businesses of the parent undertaking Brake Bros Limited along with Fresh Holdings Limited and Fresh Direct (UK) Limited became part of a new fresh food business headed by a new company, Fresh Direct Group Limited. The results of this new fresh food business will be consolidated in the Brake Bros Limited financial statements The Company's shares were transferred by the parent undertaking Brake Bros Limited to a new group company, Pauleys Produce Limited (formely known as KeyPY Limited), which is now the Company's immediate parent undertaking. Also on this date the Company's employees were transferred to a new Brake Bros Limited group company, Fresh Direct Limited, a payroll company. The Company will remain within the Brake Bros Limited group.

Principal risks and uncertainties, development and performance
The directors of the largest UK parent undertaking, Cucina Lux Investments Limited, manage its Group's risks and performance through its immediate subsidiary company Cucina Investments (UK) 3 Limited. For this reason a discussion of the Company's risks, together with an analysis using key performance indicators has not been included by the Company's directors.

The directors consider that the principal risks and uncertainties are the same as the Cucina Lux Investments Limited Group. The principal risks and uncertainties, together with the development, performance and position, and an analysis using key performance indicators of the Cucina Lux Investments Limited Group, which include those of the Company and the Group are discussed in the strategic report of Cucina Lux Investments Limited's annual report, which does not form part of this report. In addition to this the directors are now considering the impact of 'Brexit' which will not be known until the directors have completed their assessment of the risks and uncertainties. Details of how to obtain these financial statements can be found in note 20 to the financial statements.

Approved by the Board of Directors and signed on its behalf by:

Adam Uttley

A Uttley
28 June 2016

Directors' report

The directors submit their annual report and the audited financial statements for the year ended 31 December 2015.

General information
Wild Harvest Limited is a limited company incorporated, domiciled and operating in the United Kingdom.

The immediate parent undertaking and controlling party is Pauleys Produce Limited, a company incorporated in England and Wales.

The ultimate parent undertaking is Cucina (BC) Luxco S.à r.l., a private limited company registered in Luxembourg. The ultimate controlling parties of the Company are Bain Capital Fund IX E LP and Bain Capital Fund VIII E LP, both are exempted limited partnerships registered in the Cayman Islands, which are indirectly controlled by Bain Capital Investors LLC, a Delaware limited liability company.

Future outlook and going concern
The directors consider that the financial position of the Company is satisfactory. The financial statements are prepared on the going concern basis. Further information on this is given in the basis of preparation paragraph in note 1 to these statements.

Post balance sheet event
On 22 February 2016 Bain Capital announced that it had reached a definitive agreement for the sale of the Company's parent undertaking Cucina Lux Investments Limited to North America's leading foodservice distributor Sysco Corporation. It is expected that transaction will complete by July 2016.

Dividends
No interim dividends (2014: £nil) have been paid and the directors do not recommend a final dividend (2014: £nil).

Directors
The directors of the Company who were in office during the year and up to the date of signing the financial statements unless otherwise stated are given below:

P Wieland	- resigned 23 February 2015
P McIntyre	- resigned 23 February 2015
K McMeikan	- resigned 23 February 2015
S Whibley	- appointed 23 February 2015
A Uttley	- appointed 23 February 2015
D Burns	- appointed 23 February 2015

Directors' third party indemnity provisions
A qualifying third-party indemnity provision as defined in Section 234 of the Companies Act 2006 is in force for the benefit of each of the directors and the Company Secretary (who is also a director of certain subsidiaries of the Company) in respect of liabilities incurred as a result of their office, to the extent permitted by law. In respect of those liabilities for which directors may not be indemnified, the Company maintained a directors' and officers' liability insurance policy throughout the financial year, and to the date of approval of these financial statements.

Employment report
The Company no longer has any employees following the transfer of employees to Fresh Direct Limited on 23 February 2015.

Financial risk management:
The Company's principal financial risks relate to credit risk and foreign currency exchange as well as liquidity risks. The Company is part of the group's risk management programme that seeks to limit the adverse effects of financial risks on the Company.

The Group's Board of directors have the responsibility for setting the risk management policies applied by the Group. The policies are implemented by the central group treasury department that receives regular reports from the operating companies to enable prompt identification of financial risks so that the appropriate actions may be taken. The Group has a policy and procedures manual that sets out specific guidelines to manage foreign currency exchange risk, interest rate risk, credit risk, liquidity risk, use of derivative and non-derivative financial instruments, and investment of excess liquidity. Further information on this is also given in note 10 of these financial statements.

(a) Foreign currency exchange risk
The Company is exposed to foreign currency exchange risks primarily with respect to the Euro within trade payables and cash at bank and in hand.
(b) Interest rate risk
The Company has no interest bearing liabilities.
(c) Credit risk
The Company has no significant concentrations of credit risk. Credit risk arises from cash and cash equivalents, as well as credit exposures to customers, including outstanding receivables and committed transactions. For banks independently rated parties within the band 'A' rating are used for the Company's main banking requirements. For customers, risk control assess the credit quality of the customer, taking into account its financial position, past experience and other factors. Individual risk limits are set based on internal or external ratings in accordance with limits set by the board. The Company has implemented policies that require appropriate credit checks on potential customers before sales commence.
(d) Liquidity risk
The Company's funding is derived from amounts funded from parent undertakings that are designed to ensure the company has sufficient available funds for operations and planned expansions.

Independent auditor
Deloitte LLP shall remain in office until the Company or Deloitte LLP determine otherwise.

Disclosure of information to auditor
Each of the persons who are a director at the date of approval of this report confirms that:

- so far as the director is aware, there is no relevant audit information of which the Company's auditor is unaware; and
- the director has taken all steps that he/she ought to have taken as a director in order to make himself/herself aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

Directors' report (continued)

Directors' responsibilities statement
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 period. Under that law the directors have elected to prepare the financial statements in accordance with International Financial Reporting Standards (IFRSs) as adopted by the European Union. 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, International Accounting Standard 1 requires that directors:

- properly select and apply accounting policies;
- present information, including accounting policies, in a manner that provides relevant, reliable, comparable and understandable information;
- provide additional disclosures when compliance with the specific requirements in IFRSs are insufficient to enable users to understand the impact of particular transactions, other events and conditions on the entity's financial position and financial performance; and
- make an assessment of the company's ability to continue as a going concern.

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.

Approved by the Board of Directors and signed on its behalf by:

Adam Uttley

A Uttley
28 June 2016

Company registration number: 02828572

Registered office:
Bicester Distribution Park
Charbridge Way
Bicester
Oxfordshire
OX26 4SW

Independent auditor's report to the members of Wild Harvest Limited

We have audited the financial statements of Wild Harvest Limited for the year ended 31 December 2015 which comprise the income statement, the statement of financial position, the statement of changes in equity, the statement of cash flow and the related notes 1 to 21. The financial reporting framework that has been applied in their preparation is applicable law and International Financial Reporting Standards (IFRSs) as adopted by the European Union.

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 annual report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. 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 December 2015 and of the profit for the year then ended;
- have been properly prepared in accordance with IFRSs as adopted by the European Union; 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 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.

Jaspal Flora ACA (Senior statutory auditor)
for and on behalf of Deloitte LLP
Chartered Accountants and Statutory Auditor
London, United Kingdom
28 June 2016

Income statement

For the year ended 31 December 2015

Continuing operations	Note	2015 £'000	2014 £'000
Revenue	2	**6,445**	6,259
Operating costs		**(5,834)**	(5,623)
Operating profit	2	**611**	636
Profit on ordinary activities before taxation		**611**	636
Income tax charge	3	**(130)**	(140)
Profit for the year attributable to owners of the Company	14	**481**	496

The Company has no income and expenses other than those included in the income statement above and therefore no separate statement of other comprehensive income has been presented.

The notes on pages 9 to 21 form an integral part of these financial statements.

Statement of financial position

As at 31 December 2015

	Note	2015 £'000	2015 £'000	2014 £'000	2014 £'000
Assets					
Non-current assets					
Investment in subsidiary	5		-		-
Property, plant and equipment	4		91		123
Deferred income tax asset	11		112		137
			203		260
Current assets					
Inventories	6	165		230	
Trade and other receivables	7	1,850		941	
Cash and cash equivalents	8	1,662		1,104	
		3,677		2,275	
Liabilities					
Current liabilities					
Trade and other payables	9	(2,333)		(2,891)	
		(2,333)		(2,891)	
Net current assets / (liabilities)			1,344		(616)
Net assets / (liabilities)			1,547		(356)
Equity					
Share capital	13		440		440
Share premium	13		17		17
Retained earnings / (accumulated deficit)	14		1,090		(813)
Total equity			1,547		(356)

The notes on pages 9 to 21 form an integral part of these financial statements.

The financial statements on pages 5 to 21 were approved by the Board of Directors on 28 June 2016 and were signed on its behalf by:

Adam Uttley

A Uttley
Director

Company registration number: 02828572

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Statement of changes in equity

For the year ended 31 December 2015

	Note	Share capital £'000	Share premium £'000	Retained earnings / (accumulated deficit) £'000	Total equity £'000
At 1 January 2015	13, 14	440	17	(813)	(356)
Profit for the year and total comprehensive income	14	-	-	481	481
Total comprehensive income		**440**	**17**	**(332)**	**125**
Transaction with owner	14	-	-	1,422	1,422
At 31 December 2015		**440**	**17**	**1,090**	**1,547**

For the year ended 31 December 2014

	Note	Share capital £'000	Share premium £'000	Accumulated deficit £'000	Total equity £'000
At 1 January 2014	13, 14	440	17	(1,309)	(852)
Profit for the year and total comprehensive income	14	-	-	496	496
At 31 December 2014		440	17	(813)	(356)

The notes on pages 9 to 21 form an integral part of these financial statements.

Statement of cash flow

For the year ended 31 December 2015

	Note	2015 £'000	2015 £'000	2014 £'000	2014 £'000
Cash flows from operating activities					
Cash generated from operations	15		558		29
Cash flows from investing activities					
Purchase of property, plant and equipment	4	-		(98)	
Net cash used in investing activities			-		(98)
Net increase / (decrease) in cash and cash equivalents			558		(69)
Cash and cash equivalents at 1 January			1,104		1,173
Cash and cash equivalents at 31 December	8		1,662		1,104

The notes on pages 9 to 21 form an integral part of these financial statements.

Notes to the financial statements

1. Accounting policies

General information
These financial statements are the financial statements of Wild Harvest Limited ("the Company") for the year ended 31 December 2015, and were authorised for issue by the Board of Directors on 28 June 2016.

Significant accounting policies
The Company's principal accounting policies adopted in the preparation of these financial statements are set out below. These policies have been consistently applied to both the years presented, unless otherwise stated.

Basis of preparation
The financial statements have been prepared in accordance with IFRS, as adopted by the European Union, International Financial Reporting Interpretations Committee ('IFRIC') interpretations and with those parts of the Companies Act 2006 applicable to companies reporting under IFRS. The financial statements have been prepared under the historical cost convention.

The preparation of financial statements in conformity with IFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed below within critical accounting estimates and assumptions.

The financial statements are presented in pounds sterling because that is the currency of the primary economic environment in which the Company operates.

At the year end, the Company had net assets amounting to £1,547,000 (2014: £356,000 net liabilities). In assessing whether the financial statements for the Company should be prepared on the going concern basis, the directors have considered the future outlook of the Company and of the wider Cucina Lux Investments Limited Group on a combined basis. A fuller analysis of this outlook and the basis for this assessment is set out in the financial statements of the largest UK parent company, Cucina Lux Investments Limited. Having considered the future operating profits, cash flows and facilities available to the wider Group, the directors are satisfied that the Group will have sufficient funds to repay its liabilities as they fall due. On this basis the directors consider it appropriate to prepare the financial statements on the going concern basis.

Adoption of new and revised Standards
At the date of authorisation of these financial statements, the following Standards and Interpretations which have not been applied in these financial statements were in issue but not yet effective (and in some cases had not yet been adopted by the EU):

- IFRS 9	Financial Instruments
- IFRS 15	Revenue
- IFRS 16	Leases
- IAS 1 (amendments)	Disclosure Initiative
- IAS 16 (amendments)	Property, Plant and Equipment
- IAS 27 (amendments)	Investment Entities
- IAS 38 (amendments)	Intangible Assets
- IAS 39 (amendments)	Novation of Derivatives and Continuation of Hedge Accounting
- IFRIC Interpretation 21	Levies

- Various amendments resulting from Annual Improvements 2010-2012 Cycle and 2011-2013 Cycle
- Various amendments resulting from 2014 Annual Improvements to IFRSs

Except as follows, the directors do not expect that the adoption of the Standards and Interpretations listed above will have a material impact on the financial statements of the Company in future periods:

- IFRS 9, which will impact both the measurement and disclosures of Financial Instruments;
- IFRS 15, in respect of which it is not practicable to provide a reasonable estimate of the effect of this standard until a detailed review has been completed.
- IFRS 16, in respect of which it is not practicable to provide a reasonable estimate of the effect of this standard until a detailed review has been completed.

Notes to the financial statements

1. Accounting policies (continued)

Basis of consolidation
These separate financial statements contain information about Wild Harvest Limited as an individual company and do not contain consolidated financial information as the parent of a group. The Company has taken advantage of the exemption under section 400 of the Companies Act 2006 from the requirement to prepare consolidated financial statements as it and its subsidiary are included by full consolidation in the consolidated financial statements of the parent, Brake Bros Limited.

Revenue
Revenue comprises the fair value of the consideration received or receivable for the sale of products, including ancillary services, net of value added tax, rebates and discounts.

Revenue is recognised when the Company has delivered the products, has transferred to the buyer the significant risks and rewards of ownership and when it is considered probable that the related receivable is collectable. Rebates and discounts are recognised when the Company has delivered the products and services and when it is considered probable that the obligation is receivable or payable respectively.

Exceptional items
Where items of income and expense included in the income statement are considered to be material and outside the normal course of business, separate disclosure of their nature and amount is provided in the financial statements. These items are classified as exceptional items. The Company considers the size and nature of an item both individually and when aggregated with similar items, when considering whether it is material.

Property, plant and equipment
Property, plant and equipment is shown at historical cost less subsequent accumulated depreciation, and where, necessary impairment.

Cost represents invoiced cost plus any other costs that are directly attributable to the acquisition of the item.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be reliably measured. All other repairs and maintenance are charged to the income statement during the financial year in which they are incurred.

Depreciation is provided on all other property, plant and equipment to write down their cost or, where their useful economic lives have been revised, their carrying amount at the date of revision to their estimated residual values on a straight line basis over the periods of their estimated, or revised, remaining useful economic lives respectively. These lives are considered to be:

Leasehold buildings	- the period of the lease or 40 years, whichever is the shorter
Motor vehicles	- between 5 and 10 years
Plant and equipment	- between 3 and 10 years
Information technology hardware	- between 3 and 5 years

Asset lives and residual values are reviewed each financial year. An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Profits and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised within the income statement.

Inventories
Inventories are stated at the lower of cost and net realisable value. Provision is made for obsolete and slow-moving items. Cost comprises direct purchase costs and overheads that have been incurred in bringing the inventories to their present location and condition. Net realisable value represents the estimated selling price less all estimated costs of completion and costs to be incurred in marketing, selling and distribution.

Financial assets
The Company classifies its financial assets as loans and receivables. The classification is based on the purpose for which the financial assets were acquired. Management determines the classification of its financial assets at initial recognition.

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are included in current assets, except for maturities greater than 12 months after the date of the statement of financial position. These are classified as non-current assets. The Company's loans and receivables comprise 'trade and other receivables' and cash and cash equivalents in the statement of financial position.

Trade receivables
Trade receivables are recognised initially at fair value and subsequently measured at amortised cost less provision for impairment. A provision for impairment is established when there is objective evidence that the Company will not be able to collect all amounts due according to the original terms of receivables. Significant financial difficulties of the debtor, probability that the debtor will enter bankruptcy or financial reorganisation, and default or delinquency in payments are considered indicators that the trade receivable is impaired. The amount of the provision is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the original effective interest rate. The carrying amount of the asset is reduced through the use of a trade receivables impairment account, and the amount of the loss is recognised in the income statement within direct purchase cost. When a trade receivable is uncollectable it is written off against the trade receivables impairment account. Subsequent recoveries of amounts previously written off are credited in the income statement.

Cash and cash equivalents
Cash and cash equivalents comprise cash at bank (being the cash book balance) and in hand.

Trade payables
Trade payables are non interest-bearing, are recognised initially at fair value and are subsequently measured at amortised cost.

Notes to the financial statements

1. Accounting policies (continued)

Current and deferred income tax
The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the date of the statement of financial position. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation and establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax base of assets and liabilities and their carrying amounts in the financial statements. However, the deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the date of the statement of financial position and are expected to apply when the related deferred income tax asset is realised. Deferred income tax is measured on an undiscounted basis.

Deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which the temporary differences can be utilised.

Employee benefits
The Company is a member of defined contribution pension schemes operated by the Brake Bros Limited group for its UK employees.

Defined contribution plan
For defined contribution plans, the Company pays contributions to pension plans on a contractual basis. The Company has no further payment obligations once the contributions have been paid. The contributions are recognised as an employee benefit expense when they are due.

Leases
Leases in which a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are charged to the income statement on a straight-line basis over the period of the operating lease.

Foreign currencies
Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions.

Monetary assets and liabilities denominated in foreign currencies are translated into the relevant functional currency at the rates of exchange ruling at the date of the statement of financial position. Differences arising on translation are charged or credited to the income statement.

Borrowings and finance costs
Borrowings are recognised initially at fair value, being the issue proceeds net of any transaction costs incurred.

Borrowings are subsequently measured at amortised cost using the effective interest method. Amortised cost is adjusted for the amortisation of any transaction costs. The amortisation is recognised in finance costs. Transaction costs are amortised over the expected term of the related financial instruments.

All borrowings denominated in currencies other than sterling are translated at the rate ruling at the date of the statement of financial position.

Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least twelve months after the date of the statement of financial position.

Share capital
Where the Company issues shares or other financial instruments, these financial instruments are classified as a financial liability, financial asset or equity according to the substance of the contractual arrangement, or its component parts. Dividends or interest arising on such financial instruments are recognised according to the classification of the financial instrument.

Critical accounting judgements and estimates
The Company makes judgements and assumptions concerning the future. The resulting accounting estimate will, by definition, seldom equal the related actual results. The directors have considered and concluded that, due to the straightforward operations of the Company, there are no judgements or key sources of estimation that have a significant risk of causing material adjustment to the carrying amounts of assets and liabilities within the next financial year.

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Notes to the financial statements

2. Revenue and operating profit

	2015 £'000	2014 £'000
Revenue	**6,445**	6,259
Direct purchase cost	**(4,108)**	(4,067)
Trading profit	**2,337**	2,192
Distribution and selling costs	**(1,151)**	(1,262)
Gross profit	**1,186**	930
Administrative expenses	**(575)**	(294)
Operating profit	**611**	636

The Company's revenue relates entirely of sales of products to customers within the United Kingdom.

Profit on ordinary activities before taxation is arrived at after charging:	2015 £'000	2014 £'000
Employment costs (see note 16)	**148**	989
Inventories		
- cost of inventories recognised as an expense (included in direct purchase cost)	**4,019**	4,001
- write downs and losses incurred in the year	**70**	59
Depreciation of property, plant and equipment		
- owned assets	**38**	64
Other operating lease rentals payable		
- plant and machinery	**10**	-
- property	**78**	99
Repairs and maintenance expenditure on property, plant and equipment	**70**	104
Trade receivables impairment	**19**	7
Auditor's remuneration - statutory audit services	**12**	12

Notes to the financial statements

3. Income tax charge

Taxation is based on the profit for the year and comprises:

	2015 £'000	2014 £'000
Current tax		
- current year group relief	103	113
- Adjustments in respect of prior years provisions	2	4
Deferred taxation charge		
- origination and reversal of temporary differences	26	25
- adjustments to deferred taxation in respect of previous years	(1)	(2)
Income tax charge	130	140

A reconciliation of the tax charge for the year compared to the effective standard rate of corporation tax is summarised below:

	2015 £'000	2014 £'000
Profit on ordinary activities before tax	611	636
At 20.25% (2014: 21.5%)	124	137
Effects of:		
Adjustments in respect of prior years provisions	2	4
Adjustments to deferred taxation in respect of previous years	(1)	(2)
Expenses not deductible for tax purposes and other adjustments	5	1
Tax charge	130	140

The standard rate of corporation tax in the UK reduced from 21% to 20% with effect from 1 April 2015 resulting in an effective rate of 20.25% for the financial year.

Further reductions to the UK corporation tax rates were enacted by 31 December 2015. The changes in UK the corporation tax rate will be to reduce the rate by 1% to 19% from 1 April 2017 and by a further 1% to 18% from 1 April 2020.

Notes to the financial statements

4. Property, plant and equipment

	Leasehold buildings £'000	Motor vehicles £'000	Plant and equipment £'000	Information technology hardware £'000	Total £'000
Cost					
At 1 January 2015	115	292	363	4	774
Transfers (to) / from group undertakings	-	(22)	-	8	(14)
Disposals	-	(43)	-	-	(43)
As at 31 December 2015	**115**	**227**	**363**	**12**	**717**
Accumulated depreciation					
At 1 January 2015	115	171	363	2	651
Transfers (to) / from group undertakings	-	(22)	-	2	(20)
Charge for the year	-	36	-	2	38
Disposals	-	(43)	-	-	(43)
As at 31 December 2015	**115**	**142**	**363**	**6**	**626**
Net book value at 31 December 2015	**-**	**85**	**-**	**6**	**91**

	Leasehold buildings £'000	Motor vehicles £'000	Plant and equipment £'000	Information technology hardware £'000	Total £'000
Cost					
As at 1 January 2014	115	194	363	25	697
Additions	-	98	-	-	98
Disposals	-	-	-	(21)	(21)
As at 31 December 2014	115	292	363	4	774
Accumulated depreciation					
At 1 January 2014	71	151	363	23	608
Charge for the year	44	20	-	-	64
Disposals	-	-	-	(21)	(21)
As at 31 December 2014	115	171	363	2	651
Net book value at 31 December 2014	-	121	-	2	123

Land and buildings comprise:	**2015 £m**	2014 £m
Cost		
Short leasehold	**115**	115
Accumulated depreciation		
Short leasehold - cost	**115**	115

5. Investment in subsidiary

The Company wholly owns a subsidiary undertaking Taste of the Wild Limited, a non-trading company which is registered in England and Wales. The cost and net book value of the investment at the year end was £3 (2014: £3).

6. Inventories

	2015 £'000	2014 £'000
Finished goods and goods for resale - cost	**165**	230

Notes to the financial statements

7. Trade and other receivables

	2015 £'000	2014 £'000
Trade receivables	1,068	895
Less: provision for impairment of receivables	(28)	(11)
Trade receivables - net	1,040	884
Amounts owed by group undertakings	711	-
Other receivables	21	1
Prepayments	78	56
	1,850	941

Concentrations of credit risk with respect to trade receivables are limited due to the Company's customer base being large and unrelated. Due to this, management believe there is no further credit risk provision required in excess of normal provision for doubtful receivables. Therefore, the maximum exposure to credit risk at the reporting date is the fair value of each class of receivable. The company does not hold any collateral as security.

As of 31 December 2015, trade receivables of £612,000 (2014: £721,000) were fully performing.

As of 31 December 2015, trade receivables of £428,000 (2014: £163,000) were past due but not impaired. The ageing analysis of these trade receivables is as follows:

	2015 £'000	2014 £'000
Up to 3 months	397	148
3 to 6 months	31	15
	428	163

As of 31 December 2015, trade receivables of £28,000 (2014: 11,000) were impaired and provided for. The amount of the provision was £28,000 as of 31 December 2015 (2014: £11,000). The individually impaired receivables mainly relate to customers, which are in unexpectedly difficult economic situations. The ageing analysis of these trade receivables is as follows:

	2015 £'000	2014 £'000
Up to 3 months	15	-
3 to 6 months	8	11
Over 6 months	5	-
	28	11

The fair value of trade and other receivables with a maturity of less than one year are assumed to approximate to book value.

The carrying amounts of the Company's trade and other receivables are denominated in the following currencies:

	2015 £'000	2014 £'000
Pounds	1,850	941

Movements on the provision for impairment of trade receivables are as follows:

	2015 £'000	2014 £'000
At 1 January	11	9
Provision for receivables impairment	19	7
Receivables written off during the year as uncollectible	(2)	(5)
At 31 December	28	11

The other classes within trade and other receivables do not contain impaired assets.

8. Cash and cash equivalents

	2015 £'000	2014 £'000
Cash at bank and in hand	1,662	1,104

The effective interest rate on cash at bank is 0.0% (2014: 0.0%) and is available on demand.

Notes to the financial statements

9. Trade and other payables

	2015 £'000	2014 £'000
Trade payables	593	436
Amounts owed to parent undertakings	1,586	2,395
Amounts owed to group undertakings	67	-
Accruals	87	60
	2,333	2,891

Amounts owed to parent and group undertakings are unsecured, bear no interest and are repayable on demand.

The carrying amounts of the Company's trade and other payables are denominated in the following currencies:

	2015 £'000	2014 £'000
Pounds	2,206	2,799
Euros	127	92
	2,333	2,891

10. Financial Instruments

10 (a). Financial Instruments - narrative disclosures

Disclosures in respect of the Company's financial risks are set out below. Additional numerical disclosures in respect of financial instruments are set out in note 10(b) and 10(c).

Financial risk management
The Company's principal financial risks relate to credit risk, foreign currency exchange risk as well as liquidity risks.

The Company is part of the group's risk management programme that seeks to limit the adverse effects of financial risks on the Company.

The Group's Board of Directors have the responsibility for setting the risk management policies applied by the group. The policies are implemented by the central treasury department that receives regular reports from the operating companies to enable prompt identification of financial risks so that the appropriate actions may be taken. The group has a policy and procedures manual that sets out specific guidelines to manage foreign currency exchange risk, interest rate risk, credit risk, liquidity risk and the use of financial instruments to manage these.

(a) Foreign currency exchange risk
The Company is exposed to foreign exchange risks primarily with respect to the Euro within trade payables and cash at bank and in hand. However, given the small volume of transactions denominated in Euros the Company does not consider the risks of a material profit or loss to be significant.
(b) Interest rate risk
The Company has no interest bearing liabilities.
(c) Credit risk
The Company has no significant concentrations of credit risk. Credit risk arises from cash and cash equivalents, as well as credit exposures to customers, including outstanding receivables and committed transactions. For banks, independently rated parties within the band 'A' rating are used for the Company's main banking requirements. For customers, risk control assesses the credit quality of the customer, taking into account its financial position, past experience and other factors. Individual risk limits are set based on internal or external ratings. The Company has implemented policies that require appropriate credit checks on potential customers before sales commence.
(d) Liquidity risk
The Company's funding is derived from borrowings and amounts funded from parent undertakings that are designed to ensure the company has sufficient available funds for operations and planned expansions. Management monitors rolling forecasts of the Company's liquidity reserve (comprises cash and cash equivalents (see note 8)) on the basis of expected cash flow. This is generally carried out a higher group level. In addition, the Company's liquidity management policy involves projecting cash flows in major currencies and considering the level of liquid assets necessary to meet these.

Capital risk management
The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to provide returns for shareholders and to maintain an optimal capital structure to reduce the cost of capital. These objectives are managed at the ultimate UK group level, Cucina Lux Investments Limited, rather than at individual unit level.

The overall debt and equity structure of the Company is under the control of the ultimate parent company, Cucina (BC) Luxco S.à r.l.. There are no external capital requirements on the Company. Further details of the share capital of the Company can be found in note 13 of the financial statements.

Accounting for derivative financial instruments and hedging activities
The Company has no derivative financial instruments and has not entered into hedging arrangements.

Notes to the financial statements

10. Financial Instruments (continued)

10 (b). Financial Instruments - numerical disclosures

Set out below are numerical disclosures in respect of the Company's financial instruments.

Fair values of non-derivative financial assets and liabilities
Where market values are not available, fair values of financial assets and financial liabilities have been calculated by discounting expected future cash flows at prevailing interest rates and by applying year end exchange rates. The fair value of short term borrowings approximate to book value.

Financial Instruments - by category
The accounting policies for financial instruments have been applied to the line items below:

	As at 31 December 2015		As at 31 December 2014	
	Loans and receivables £'000	Financial liabilities at amortised cost £'000	Loans and receivables £'000	Financial liabilities at amortised cost £'000
Assets as per the statement of financial position				
Trade and other receivables	1,772	-	885	-
Cash and cash equivalents	1,662	-	1,104	-
	3,434	-	1,989	-
Liabilities as per the statement of financial position				
Trade and other payables	-	2,333	-	2,891

Fair value of financial instruments

	2015		2014	
	Book value £'000	Fair value £'000	Book value £'000	Fair value £'000
Primary financial instruments held or issued to finance the Company's operations:				
Trade and other payables	2,333	2,333	2,891	2,891
Trade and other receivables	1,772	1,772	885	885
Cash at bank and in hand	1,662	1,662	1,104	1,104

Maturity of financial liabilities
The table below analyses the Company's financial liabilities into relevant maturity groupings based on the remaining period at the date of the statement of financial position to the contract maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows.

As at 31 December 2015	**Trade and other payables £'000**
Less than one year	2,333

As at 31 December 2014	Trade and other payables £'000
Less than one year	2,891

Borrowing facilities
The Company has no committed borrowing facilities available at 31 December 2015 (2014: £nil).

Notes to the financial statements

10. Financial Instruments (continued)

10 (c). Credit quality of financial assets

The credit quality of financial assets that are neither past due nor impaired can be assessed by reference to our Group risk profile indication based upon information provided by our external credit agency:

	2015 £'000	2014 £'000
Trade receivables		
Low risk	370	357
Medium risk	202	324
High risk	40	40
Total trade receivables	612	721

These categories of risk reflect the relative credit risk attributable to our trade receivables.

	2015 £'000	2014 £'000
Cash at bank rating		
A -	1,662	1,104
At 31 December	1,662	1,104

11. Deferred income tax asset

The movement on the deferred tax account is as shown below:

	2015 £'000	2014 £'000
Deferred tax assets		
At 1 January	137	160
Charged to the income statement during the year	(25)	(23)
At 31 December	112	137

Deferred tax assets amounting to £112,000 (2014: £137,000) have been recognised in respect of depreciation in excess of capital allowances, to the extent that it is considered probable that this asset will be recovered.

There are no unrecognised deferred tax assets.

12. Provisions

Property provisions	2015 £'000	2014 £'000
At 1 January	-	125
Credited to the income statement during the year	-	(125)
At 31 December	-	-

Property provisions are for dilapidation obligations relating to leasehold property held by the Company and primarily represent obligations to reinstate property to its original condition at the end of the lease term.

Notes to the financial statements

13. Share capital and share premium

	2015 £'000	2014 £'000
Authorised		
499,000 (2014: 499,000) ordinary A shares of £1 each	499	499
1,000 (2014: 1,000) ordinary B shares of £1 each	1	1
At 1 January and 31 December	**500**	500

	Share capital 2015 £'000	Share premium 2015 £'000	Share capital 2014 £'000	Share premium 2014 £'000
Allotted, called up and fully paid:				
440,008 (2014: 440,008) ordinary A shares of £1 each	440	17	440	17
53 (2014: 53) ordinary B shares of £1 each	-	-	-	-
At 1 January and 31 December	**440**	**17**	440	17

The holders of the A ordinary shares are entitled to receive notice of, to attend and to vote at general meetings of the Company. The holders of the B ordinary shares are entitled to receive notice of and attend general meetings but are not entitled to vote at such meetings. The holders of the A ordinary shares have a right to dividends. The holders of B shares do not have a right to dividends. In all other respects the shares rank pari passu.

14. Retained earnings / (accumulated deficit)

	2015 £'000	2014 £'000
At 1 January	(813)	(1,309)
Profit for the year and total comprehensive income	481	496
Transaction with owner	1,422	-
At 31 December	**1,090**	(813)

The transaction with owner of £1,422,000 (2014: £nil) is in respect of amounts owed to the parent undertaking Brake Bros Limited which were waived when the Company's shares were transferred by Brake Bros Limited to a new group company, Pauleys Produce Limited (formely known as KeyPY Limited) on 23 February 2015.

15. Cash generated from operations

Reconciliation of profit before taxation to cash generated from operations

	2015 £'000	2014 £'000
Profit before taxation	611	636
Adjustments for:		
Depreciation	38	64
Decrease / (increase) in inventories	65	(23)
Decrease in provisions for liabilities and charges	-	(125)
Decrease in amounts owed to parent and group undertakings	569	(470)
Increase in amounts owed by group undertakings	(711)	-
Increase in trade and other receivables	(198)	(112)
Increase in trade and other payables	184	59
Cash generated from operations	558	29

16. Employees and directors' emoluments

Average monthly number of people employed by the Company during the year	2015 Number	2014 Number
Distribution, manufacturing and selling	4	26
Administration	1	6
	5	32

	2015 £'000	2014 £'000
The costs incurred in respect of these employees were:		
Wages and salaries	130	879
Social security costs	14	87
Other pension costs	4	23
	148	989

The emoluments of the directors are paid by parent undertakings which make no recharge to the company. The directors are directors of the parent and a number of fellow subsidiaries and it is not possible to make a reasonable apportionment of their emoluments in respect of each of the subsidiaries. Accordingly, the above details include no emoluments in respect of the directors.

The Company no longer has any employees following their transfer on 23 February 2015 to the payroll company, Fresh Direct Limited, as mentioned in the Strategic Report review of the business.

Notes to the financial statements

17. Retirement benefit obligations

The Company was a member of a pension schemes operated by the parent undertaking, Brake Bros Limited, for its UK employees up to 23 February 2015.

The assets of the scheme being held in separate trustee administered funds.

The Brakes Group Personal Pension Plan was opened on 1 April 2013 and is a qualifying workplace pension scheme that the Group is using to meet the automatic enrolment legislative requirements. It is contracted into the state pension scheme and for auto-enrolment members the contribution rates are 1% of pensionable salary for members and for employers and for elected members has contribution rates of 4% or 5% of pensionable salary for members and from 4% for employers, with higher employers contributions for managers. Funds are invested with Legal & General Investment Management.

The Brakes Money Purchase Pension Plan closed on 31 March 2015 with all existing members auto-enrolled into the Brakes Group Personal Pension Plan. Minimum contribution rates for ex-members of the Brakes Money Purchase Pension Plan are 3% of pensionable salary for members and 4% for employers, with higher employers contributions for managers.

The Company did not operate any defined contribution schemes or defined benefit schemes during the financial year ended 31 December 2015.

Pension costs for the defined contribution scheme are as follows:

	2015 £'000	2014 £'000
Defined contribution scheme	**4**	23

18. Commitments

Operating lease commitments
The total of future minimum lease payments in respect of non-cancellable operating leases are as follows:

	Land and buildings 2015 £'000	Land and buildings 2014 £'000
Within one year	-	25
Between two and five years	-	-
	-	25

19. Related party transactions

During the year the Company has entered into certain transactions with other companies in the Cucina (BC) Luxco S.à r.l. group. Details of the transactions and balances with the group undertakings are as follows:

(a) Income statement	**2015 £'000**	2014 £'000
Intercompany revenue	**166**	80
Intercompany purchases	**(407)**	(345)
Intercompany management charges	**(862)**	
Group tax relief charge	**(105)**	(117)

(b) Year end balances	**2015 £'000**	2014 £'000
Amount owed by group undertakings	**711**	-
Amount payable to parent undertakings	**(1,481)**	(2,507)
Amount owed to group undertakings	**(67)**	-
Amount payable to parent undertakings - group tax relief	**(105)**	(295)
Amount receivable from parent undertaking - group tax relief	-	407

Amounts owed to the parent undertaking are unsecured.

Notes to the financial statements

20. Ultimate parent company and controlling party

The immediate parent undertaking and controlling party is Pauleys Produce Limited (formely known as KeyPY Limited), a company incorporated in England and Wales.

The ultimate parent undertaking is Cucina (BC) Luxco S.à r.l., a private limited company registered in Luxembourg. The ultimate controlling parties of the Company are Bain Capital Fund IX E LP and Bain Capital Fund VIII E LP, both are exempted limited partnerships registered in the Cayman Islands, which are indirectly controlled by Bain Capital Investors LLC, a Delaware limited liability company.

The parent undertaking of the smallest group to consolidate these financial statements is Fresh Direct Group Limited and the parent undertaking of the largest UK group to consolidate these financial statements is Cucina Lux Investments Limited. Copies of Fresh Direct Group Limited and Cucina Lux Investments Limited consolidated financial statements can be obtained from the Company Secretary at Enterprise House, Eureka Business Park, Ashford, Kent, TN25 4AG.

21. Post balance sheet events

On 22 February 2016 Bain Capital announced that it had reached a definitive agreement for the sale of the Company's parent undertaking Cucina Lux Investments Limited to North America's leading foodservice distributor Sysco Corporation. It is expected that transaction will complete by July 2016.