

REGISTERED NUMBER: 03283357 (England and Wales)

**Strategic Report, Report of the Directors and
Financial Statements for the Year Ended 31 December 2017
for
Caspian Networks Limited**

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for the Year Ended 31 December 2017**

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Caspian Networks Limited
Company Information
for the Year Ended 31 December 2017

DIRECTORS: Michael Denis Guerin
Alison Guerin
Alison Wendy Guerin

SECRETARY: Alison Guerin

REGISTERED OFFICE: McDonalds Restaurant
101-105 Horsefair
Bristol
BS1 3JR

REGISTERED NUMBER: 03283357 (England and Wales)

AUDITORS: Parcell & Associates
Chartered Accountants
Registered Auditors
Aldreth
Pearcroft Road
Stonehouse
Gloucestershire
GL10 2JY

**Strategic Report
for the Year Ended 31 December 2017**

The directors present their strategic report for the year ended 31 December 2017.

REVIEW OF BUSINESS

The company currently operates twelve restaurants under franchises granted by McDonald's Restaurants Limited. It employs over 1000 staff.

The company has had a very successful year, with sales of just over £36.7 million, compared with £33.2 million in 2016, resulting in gross profits of £25.2 million. Operating Profits before tax in the period amounted to just over £1.5 million.

Overall the financial position of the company is healthy with the balance sheet currently showing net assets of over £4.9 million, increased from £3.8 million in 2016.

KEY PERFORMANCE INDICATORS

Increase of sales was approximately 10.32%, Overheads have increased in proportion to the increased sales and number of stores. Costs have also increased in areas such as wages and the purchasing of food, meaning that gross profit as a percentage of sales has dropped by 0.46%. The business cash-flow is very healthy and the company is able to meet loan repayments.

FUTURE DEVELOPMENTS

The company will finish its cycle of refurbishments in 2018.

**Strategic Report
for the Year Ended 31 December 2017**

PRINCIPAL RISKS AND UNCERTAINTIES

Economic risk:

We are optimistic about the economic future. Customer confidence is high and unemployment rates are falling. A cautious approach is still required as real disposable income is declining over the longer term as the cost of living continues to rise, despite interest rates remaining low. Principle risks are increasing commodity prices, adding pressure to margins, and significant upward movements in interest rates might also increase costs. The first mentioned risk is controlled by McDonald's collective purchasing initiatives. The level of borrowing is such that interest rate increases are manageable.

Regulatory risks:

The companies operations demand a high level of compliance within a wide range of regulatory requirements. In particular -

- * health and safety
- * hygiene procedures
- * employment laws
- * licensing

The above, along with a number of other areas, are monitored in detail by McDonalds, as being in the fast food industry brings a high level of regulatory concerns.

Consumer taste:

Any material change in the way the consumer views the fast food industry could have an adverse affect on the company. However, this can also work in the opposite direction and could assist the company to achieve growth. As a result the company focuses, in detail, on recognising demographic trends, ensuring innovation and ensuring that the company only use the freshest and highest quality products through it stores. The company have strict policies to ensure that all stores are maintaining the McDonalds ethos.

Competitors:

The fast food market is a very competitive market, with a high number of large competitors trading in the sector. In order to remain as one of the main players, McDonalds have dedicated teams who focus on ensuring they remain to be the leading company in the market. This will allow them to compete with other large fast food chains.

ON BEHALF OF THE BOARD:

Michael Denis Guerin - Director

3 September 2018

**Report of the Directors
for the Year Ended 31 December 2017**

The directors present their report with the financial statements of the company for the year ended 31 December 2017.

DIVIDENDS

Interim dividends per share were paid as follows:

| | | |
|----------------------|-----------|------------------|
| Ordinary A £1 shares | £1,066.67 | - 31 August 2017 |
| Ordinary B £1 shares | £3,600.00 | - 31 August 2017 |

The directors recommend that no final dividends be paid.

The total distribution of dividends for the year ended 31 December 2017 will be £ 170,000 .

RESEARCH AND DEVELOPMENT

The company does not carry out any independent research and development. However the franchisor, McDonalds' Restaurants Limited, carries out its own research and development on behalf of all franchisees. The company makes a contribution towards this through its existing payments to the franchisor.

DIRECTORS

The directors shown below have held office during the whole of the period from 1 January 2017 to the date of this report.

Michael Denis Guerin
Alison Guerin
Alison Wendy Guerin

EMPLOYMENT OF DISABLED PERSONS

The company operates a policy of giving full & fair consideration to employment applications from disabled persons.

PROVISION OF INFORMATION TO EMPLOYEES

The company has a system for providing employees with information of concern to them. It also consults employees on a regular basis so that their views can be taken into account in making decisions affecting them. It regularly explains to employees the financial and economic factors affecting the performance of the company and makes them aware of the provision of training, career development and employment of disabled employees.

**Report of the Directors
for the Year Ended 31 December 2017**

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Strategic Report, the Report of the Directors and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

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

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

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

AUDITORS

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

ON BEHALF OF THE BOARD:

Michael Denis Guerin - Director

3 September 2018

Report of the Independent Auditors to the Members of Caspian Networks Limited

Opinion

We have audited the financial statements of Caspian Networks Limited (the 'company') for the year ended 31 December 2017 which comprise the Income Statement, Other Comprehensive Income, Balance Sheet, Statement of Changes in Equity, Cash Flow Statement and Notes to the Cash Flow Statement, Notes to the Financial Statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2017 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

Other information

The directors are responsible for the other information. The other information comprises the information in the Strategic Report and the Report of the Directors, but does not include the financial statements and our Report of the Auditors thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Report of the Independent Auditors to the Members of Caspian Networks Limited

Opinion on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Strategic Report and the Report of the Directors for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Strategic Report and the Report of the Directors have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the Strategic Report or the Report of the Directors.

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.

Responsibilities of directors

As explained more fully in the Statement of Directors' Responsibilities set out on page five, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditors' responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue a Report of the Auditors that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at www.frc.org.uk/auditorsresponsibilities. This description forms part of our Report of the Auditors.

Report of the Independent Auditors to the Members of Caspian Networks Limited

Use of our report

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in a Report of the Auditors and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Nicholas Parcell (Senior Statutory Auditor)
for and on behalf of Parcell & Associates
Chartered Accountants
Registered Auditors
Aldreth
Pearcroft Road
Stonehouse
Gloucestershire
GL10 2JY

3 September 2018

Caspian Networks Limited (Registered number: 03283357)

**Income Statement
for the Year Ended 31 December 2017**

| | Notes | 31.12.17 £ | 31.12.16 £ |
|--|-------|-------------------|-------------------|
| TURNOVER | | 36,709,343 | 33,274,625 |
| Cost of sales | | <u>11,508,947</u> | <u>10,278,123</u> |
| GROSS PROFIT | | 25,200,396 | 22,996,502 |
| Administrative expenses | | <u>23,635,849</u> | <u>21,306,883</u> |
| OPERATING PROFIT | 4 | 1,564,547 | 1,689,619 |
| Interest receivable and similar income | | <u>8</u> | <u>322</u> |
| | | 1,564,555 | 1,689,941 |
| Interest payable and similar expenses | 5 | <u>31,007</u> | <u>32,013</u> |
| PROFIT BEFORE TAXATION | | 1,533,548 | 1,657,928 |
| Tax on profit | 6 | <u>317,696</u> | <u>327,673</u> |
| PROFIT FOR THE FINANCIAL YEAR | | <u>1,215,852</u> | <u>1,330,255</u> |

The notes form part of these financial statements

Caspian Networks Limited (Registered number: 03283357)

**Other Comprehensive Income
for the Year Ended 31 December 2017**

| | Notes | 31.12.17 £ | 31.12.16 £ |
|--|-------|------------------|------------------|
| PROFIT FOR THE YEAR | | 1,215,852 | 1,330,255 |
| OTHER COMPREHENSIVE INCOME | | <u>-</u> | <u>-</u> |
| TOTAL COMPREHENSIVE INCOME FOR THE YEAR | | <u>1,215,852</u> | <u>1,330,255</u> |

The notes form part of these financial statements

Caspian Networks Limited (Registered number: 03283357)

**Balance Sheet
31 December 2017**

| | Notes | 31.12.17 £ | £ | 31.12.16 £ | £ |
|--|-------|------------------|-------------------------|------------------|-------------------------|
| FIXED ASSETS | | | | | |
| Intangible assets | 8 | | 1,727,086 | | 1,830,037 |
| Tangible assets | 9 | | 6,744,758 | | 5,372,815 |
| Investments | 10 | | <u>16,250</u> | | <u>16,250</u> |
| | | | 8,488,094 | | 7,219,102 |
| CURRENT ASSETS | | | | | |
| Stocks | 11 | 156,188 | | 121,057 | |
| Debtors | 12 | 286,559 | | 315,003 | |
| Cash at bank and in hand | | <u>2,373,156</u> | | <u>2,104,981</u> | |
| | | 2,815,903 | | 2,541,041 | |
| CREDITORS | | | | | |
| Amounts falling due within one year | 13 | <u>4,097,825</u> | | <u>4,601,953</u> | |
| NET CURRENT LIABILITIES | | | <u>(1,281,922)</u> | | <u>(2,060,912)</u> |
| TOTAL ASSETS LESS CURRENT LIABILITIES | | | 7,206,172 | | 5,158,190 |
| CREDITORS | | | | | |
| Amounts falling due after more than one year | 14 | | (1,877,001) | | (904,189) |
| PROVISIONS FOR LIABILITIES | 18 | | <u>(405,132)</u> | | <u>(375,814)</u> |
| NET ASSETS | | | <u><u>4,924,039</u></u> | | <u><u>3,878,187</u></u> |
| CAPITAL AND RESERVES | | | | | |
| Called up share capital | 19 | | 100 | | 100 |
| Retained earnings | 20 | | <u>4,923,939</u> | | <u>3,878,087</u> |
| SHAREHOLDERS' FUNDS | | | <u><u>4,924,039</u></u> | | <u><u>3,878,187</u></u> |

The financial statements were approved by the Board of Directors on 3 September 2018 and were signed on its behalf by:

Michael Denis Guerin - Director

The notes form part of these financial statements

**Statement of Changes in Equity
for the Year Ended 31 December 2017**

| | Called up share capital £ | Retained earnings £ | Total equity £ |
|------------------------------------|------------------------------------|---------------------------|----------------------|
| Balance at 1 January 2016 | 100 | 3,017,832 | 3,017,932 |
| Changes in equity | | | |
| Dividends | - | (470,000) | (470,000) |
| Total comprehensive income | - | 1,330,255 | 1,330,255 |
| Balance at 31 December 2016 | <u>100</u> | <u>3,878,087</u> | <u>3,878,187</u> |
| Changes in equity | | | |
| Dividends | - | (170,000) | (170,000) |
| Total comprehensive income | - | 1,215,852 | 1,215,852 |
| Balance at 31 December 2017 | <u>100</u> | <u>4,923,939</u> | <u>4,924,039</u> |

The notes form part of these financial statements

**Cash Flow Statement
for the Year Ended 31 December 2017**

| | Notes | 31.12.17 £ | 31.12.16 £ |
|---|-------|-------------------------|-------------------------|
| Cash flows from operating activities | | | |
| Cash generated from operations | 1 | 3,002,239 | 2,124,487 |
| Interest paid | | (31,007) | (32,013) |
| Tax paid | | (491,599) | (218,730) |
| Net cash from operating activities | | <u>2,479,633</u> | <u>1,873,744</u> |
| Cash flows from investing activities | | | |
| Purchase of intangible fixed assets | | (30,000) | (60,000) |
| Purchase of tangible fixed assets | | (2,399,189) | (2,023,510) |
| Sale of tangible fixed assets | | 46,094 | - |
| Interest received | | 8 | 322 |
| Net cash from investing activities | | <u>(2,383,087)</u> | <u>(2,083,188)</u> |
| Cash flows from financing activities | | | |
| New loans in year | | 1,912,685 | 1,000,000 |
| Loan repayments in year | | (1,327,395) | (859,180) |
| Amount introduced by directors | | 170,000 | 470,000 |
| Amount withdrawn by directors | | (413,661) | (196,982) |
| Equity dividends paid | | (170,000) | (470,000) |
| Net cash from financing activities | | <u>171,629</u> | <u>(56,162)</u> |
| Increase/(decrease) in cash and cash equivalents | | <u>268,175</u> | <u>(265,606)</u> |
| Cash and cash equivalents at beginning of year | 2 | 2,104,981 | 2,370,587 |
| Cash and cash equivalents at end of year | 2 | <u><u>2,373,156</u></u> | <u><u>2,104,981</u></u> |

The notes form part of these financial statements

**Notes to the Cash Flow Statement
for the Year Ended 31 December 2017**

1. RECONCILIATION OF PROFIT BEFORE TAXATION TO CASH GENERATED FROM OPERATIONS

| | 31.12.17 | 31.12.16 |
|--|-------------------------|-------------------------|
| | £ | £ |
| Profit before taxation | 1,533,548 | 1,657,928 |
| Depreciation charges | 1,122,966 | 900,780 |
| Profit on disposal of fixed assets | (8,863) | - |
| Finance costs | 31,007 | 32,013 |
| Finance income | (8) | (322) |
| | <u>2,678,650</u> | <u>2,590,399</u> |
| (Increase)/decrease in stocks | (35,131) | 5,203 |
| Decrease/(increase) in trade and other debtors | 28,444 | (63,859) |
| Increase/(decrease) in trade and other creditors | <u>330,276</u> | <u>(407,256)</u> |
| Cash generated from operations | <u><u>3,002,239</u></u> | <u><u>2,124,487</u></u> |

2. CASH AND CASH EQUIVALENTS

The amounts disclosed on the Cash Flow Statement in respect of cash and cash equivalents are in respect of these Balance Sheet amounts:

Year ended 31 December 2017

| | 31.12.17 | 1.1.17 |
|---------------------------|------------------|------------------|
| | £ | £ |
| Cash and cash equivalents | <u>2,373,156</u> | <u>2,104,981</u> |

Year ended 31 December 2016

| | 31.12.16 | 1.1.16 |
|---------------------------|------------------|------------------|
| | £ | £ |
| Cash and cash equivalents | <u>2,104,981</u> | <u>2,370,587</u> |

**Notes to the Financial Statements
for the Year Ended 31 December 2017**

1. STATUTORY INFORMATION

Caspian Networks Limited is a private company, limited by shares, registered in England and Wales. The company's registered number and registered office address can be found on the Company Information page.

The presentation currency of the financial statements is the Pound Sterling (£).

2. ACCOUNTING POLICIES

Basis of preparing the financial statements

These financial statements have been prepared in accordance with Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" and the Companies Act 2006. The financial statements have been prepared under the historical cost convention.

Turnover

Turnover is measured at the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes.

Intangible assets

Franchise rights & fees, being the amounts paid on acquisition of restaurants are being written off evenly over the terms of the franchise agreements or, in the case of restaurants acquired mid term, written off over 20 years. The 20 year write off period for any restaurants purchased mid term is on the basis that, on expiry of the existing 20 year franchise agreements, the company will be granted further 20 year franchises. The franchisor operates a formal "new term process" which sets out requirements for granting of a new term and the director does not anticipate any difficulty in meeting these requirements.

Tangible fixed assets

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

| | |
|-----------------------|--|
| Short leasehold | - at varying rates on cost |
| Plant and machinery | - 15% on reducing balance and at varying rates on cost |
| Fixtures and fittings | - 25% on reducing balance |
| Motor vehicles | - 25% on reducing balance |

Stocks

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

Taxation

Taxation for the year comprises current and deferred tax. Tax is recognised in the Income Statement, except to the extent that it relates to items recognised in other comprehensive income or directly in equity.

Current or deferred taxation assets and liabilities are not discounted.

Current tax is recognised at the amount of tax payable using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

**Notes to the Financial Statements - continued
for the Year Ended 31 December 2017**

2. ACCOUNTING POLICIES - continued

Deferred tax

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

Timing differences arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in financial statements. Deferred tax is measured using tax rates and laws that have been enacted or substantively enacted by the year end and that are expected to apply to the reversal of the timing difference.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

Hire purchase and leasing commitments

Rentals paid under operating leases are charged to profit or loss on a straight line basis over the period of the lease.

Pension costs and other post-retirement benefits

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

Impairment of fixed assets

At each reporting end date, the company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to each asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

Recognised impairment losses are reversed if, and only if, the reasons for the impairment loss have ceased to apply. Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

Holiday pay accrual

A liability is recognised to the extent of any unused holiday pay entitlement which is accrued at the Balance Sheet date and carried forward to future periods. This is measured at the undiscounted cost of the future holiday entitlement so accrued at the Balance Sheet date.

**Notes to the Financial Statements - continued
for the Year Ended 31 December 2017**

2. ACCOUNTING POLICIES - continued

Financial instruments

The Company only enters into basic financial instruments that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties, loans to related parties and investments in non-puttable ordinary shares

For financial assets measured at amortised cost, the impairment cost is measured at the difference between an asset's carrying amount and the present value of estimated cash flows discounted at the assets effective interest rate. If the financial asset has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract

For assets measured at cost less impairment, the impairment loss is measured as the difference between an asset's carrying amount and best estimate, which is an approximation of the amount that the Company would receive for the asset if it were to be sold at the balance sheet date

Creditors

Short term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

Finance costs

Finance costs are charged to the Profit and Loss Account over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument

Dividends

Equity dividends are recognised when they legally become payable. Interim equity dividends are recognised when paid. Final equity dividends are recognised when approved by the shareholders at an annual general meeting.

Judgements in applying accounting policies and key sources of estimation uncertainty

In the process of applying the company's accounting policies, management are required to make certain estimates and judgements. The key estimates and judgements are as follows:

Depreciation and residual values

The director has reviewed the asset lives and associated residual values of all fixed asset classes, and has concluded that asset lives and residual values are appropriate

**Notes to the Financial Statements - continued
for the Year Ended 31 December 2017**

3. EMPLOYEES AND DIRECTORS

| | 31.12.17 | 31.12.16 |
|-----------------------|-------------------|------------------|
| | £ | £ |
| Wages and salaries | 10,458,017 | 9,400,432 |
| Social security costs | 506,746 | 410,842 |
| Other pension costs | 136,823 | 129,161 |
| | <u>11,101,586</u> | <u>9,940,435</u> |

The average number of employees during the year was as follows:

| | 31.12.17 | 31.12.16 |
|-----------------------|--------------|------------|
| Production staff | 959 | 870 |
| Office and management | 44 | 40 |
| | <u>1,003</u> | <u>910</u> |

| | 31.12.17 | 31.12.16 |
|-------------------------|---------------|---------------|
| | £ | £ |
| Directors' remuneration | <u>16,000</u> | <u>15,000</u> |

The number of directors to whom retirement benefits were accruing was as follows:

| | | |
|------------------------|----------|----------|
| Money purchase schemes | <u>2</u> | <u>2</u> |
|------------------------|----------|----------|

4. OPERATING PROFIT

The operating profit is stated after charging/(crediting):

| | 31.12.17 | 31.12.16 |
|---|--------------|--------------|
| | £ | £ |
| Hire of plant and machinery | 2,130 | 5,473 |
| Other operating leases | 4,471,127 | 4,100,072 |
| Depreciation - owned assets | 990,015 | 747,324 |
| Profit on disposal of fixed assets | (8,863) | - |
| Franchise rights & fees amortisation | 132,951 | 153,456 |
| Auditors' remuneration | 13,926 | 11,063 |
| Auditors' remuneration for non audit work | <u>5,362</u> | <u>2,688</u> |

5. INTEREST PAYABLE AND SIMILAR EXPENSES

| | 31.12.17 | 31.12.16 |
|---------------|---------------|---------------|
| | £ | £ |
| Bank interest | <u>31,007</u> | <u>32,013</u> |

Notes to the Financial Statements - continued
for the Year Ended 31 December 2017

6. TAXATION

Analysis of the tax charge

The tax charge on the profit for the year was as follows:

| | 31.12.17 | 31.12.16 |
|--------------------|----------------|----------------|
| | £ | £ |
| Current tax: | | |
| UK corporation tax | 288,378 | 310,003 |
| Deferred tax | 29,318 | 17,670 |
| Tax on profit | <u>317,696</u> | <u>327,673</u> |

UK corporation tax has been charged at 19.25% (2016 - 20%).

Reconciliation of total tax charge included in profit and loss

The tax assessed for the year is higher than the standard rate of corporation tax in the UK. The difference is explained below:

| | 31.12.17 | 31.12.16 |
|---|------------------|------------------|
| | £ | £ |
| Profit before tax | <u>1,533,548</u> | <u>1,657,928</u> |
| Profit multiplied by the standard rate of corporation tax in the UK of 19.250% (2016 - 20%) | 295,208 | 331,586 |
| Effects of: | | |
| Expenses not deductible for tax purposes | - | 702 |
| Capital allowances in excess of depreciation | (5,124) | (23,131) |
| Adjustments to tax charge in respect of previous periods | - | 846 |
| Deferred tax charge | 29,318 | 17,670 |
| Profit/loss on disposal of fixed assets | (1,706) | - |
| Total tax charge | <u>317,696</u> | <u>327,673</u> |

7. DIVIDENDS

| | 31.12.17 | 31.12.16 |
|------------------------------|----------------|----------------|
| | £ | £ |
| Ordinary A shares of £1 each | | |
| Interim | 80,000 | 235,000 |
| Ordinary B shares of £1 each | | |
| Interim | <u>90,000</u> | <u>235,000</u> |
| | <u>170,000</u> | <u>470,000</u> |

Notes to the Financial Statements - continued
for the Year Ended 31 December 2017

8. INTANGIBLE FIXED ASSETS

| | Franchise rights & fees £ |
|-----------------------|------------------------------------|
| COST | |
| At 1 January 2017 | 3,140,846 |
| Additions | 30,000 |
| At 31 December 2017 | <u>3,170,846</u> |
| AMORTISATION | |
| At 1 January 2017 | 1,310,809 |
| Amortisation for year | 132,951 |
| At 31 December 2017 | <u>1,443,760</u> |
| NET BOOK VALUE | |
| At 31 December 2017 | <u>1,727,086</u> |
| At 31 December 2016 | <u>1,830,037</u> |

9. TANGIBLE FIXED ASSETS

| | Short leasehold £ | Plant and machinery £ | Fixtures and fittings £ | Motor vehicles £ | Totals £ |
|------------------------|-------------------------|-----------------------------|----------------------------------|------------------------|-------------------|
| COST | | | | | |
| At 1 January 2017 | 56,241 | 9,311,273 | 170,067 | 49,369 | 9,586,950 |
| Additions | 9,170 | 2,322,214 | - | 67,805 | 2,399,189 |
| Disposals | - | - | - | (49,369) | (49,369) |
| At 31 December 2017 | <u>65,411</u> | <u>11,633,487</u> | <u>170,067</u> | <u>67,805</u> | <u>11,936,770</u> |
| DEPRECIATION | | | | | |
| At 1 January 2017 | 12,282 | 4,028,133 | 164,342 | 9,378 | 4,214,135 |
| Charge for year | 3,388 | 972,582 | 1,115 | 12,930 | 990,015 |
| Eliminated on disposal | - | - | - | (12,138) | (12,138) |
| At 31 December 2017 | <u>15,670</u> | <u>5,000,715</u> | <u>165,457</u> | <u>10,170</u> | <u>5,192,012</u> |
| NET BOOK VALUE | | | | | |
| At 31 December 2017 | <u>49,741</u> | <u>6,632,772</u> | <u>4,610</u> | <u>57,635</u> | <u>6,744,758</u> |
| At 31 December 2016 | <u>43,959</u> | <u>5,283,140</u> | <u>5,725</u> | <u>39,991</u> | <u>5,372,815</u> |

Notes to the Financial Statements - continued
for the Year Ended 31 December 2017

10. **FIXED ASSET INVESTMENTS**

| | Unlisted investments £ |
|---|------------------------------|
| COST | |
| At 1 January 2017 and 31 December 2017 | <u>16,250</u> |
| NET BOOK VALUE | |
| At 31 December 2017 | <u>16,250</u> |
| At 31 December 2016 | <u>16,250</u> |

Fixed asset investments consists of £16,250 (2016-£16,250) ordinary shares of £1 each in Fries Holding Company Limited, a company registered in Guernsey. The investments are included in the accounts at cost.

11. **STOCKS**

| | 31.12.17 £ | 31.12.16 £ |
|-------------------|----------------|----------------|
| Food stock | 123,807 | 90,807 |
| Paper stock | 23,660 | 21,109 |
| Non product stock | 8,721 | 6,547 |
| Other stock | - | 2,594 |
| | <u>156,188</u> | <u>121,057</u> |

Stock recognised in cost of sales during the year as an expense was £11,508,947 (2016: £10,278,123)

An impairment loss of £nil (2016: £nil) was recognised in cost of sales against stock during the year due to slow moving and obsolete stock.

12. **DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR**

| | 31.12.17 £ | 31.12.16 £ |
|---------------|----------------|----------------|
| Trade debtors | 398 | 3,769 |
| Other debtors | 71,525 | 75,328 |
| Prepayments | <u>214,636</u> | <u>235,906</u> |
| | <u>286,559</u> | <u>315,003</u> |

**Notes to the Financial Statements - continued
for the Year Ended 31 December 2017**

13. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

| | 31.12.17 | 31.12.16 |
|---|------------------|------------------|
| | £ | £ |
| Bank loans and overdrafts (see note 15) | 581,063 | 968,585 |
| Trade creditors | 1,503,035 | 1,354,093 |
| Tax | 108,360 | 311,581 |
| Social security and other taxes | 121,737 | 106,111 |
| VAT | 852,198 | 684,427 |
| Other creditors | 328,813 | 348,972 |
| Directors' current accounts | 212,034 | 455,695 |
| Accrued expenses | 390,585 | 372,489 |
| | <u>4,097,825</u> | <u>4,601,953</u> |

14. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

| | 31.12.17 | 31.12.16 |
|--------------------------|------------------|----------------|
| | £ | £ |
| Bank loans (see note 15) | <u>1,877,001</u> | <u>904,189</u> |

15. LOANS

An analysis of the maturity of loans is given below:

| | 31.12.17 | 31.12.16 |
|---|------------------|----------------|
| | £ | £ |
| Amounts falling due within one year or on demand: | | |
| Bank loans | <u>581,063</u> | <u>968,585</u> |
| Amounts falling due between one and two years: | | |
| Bank loans - 1-2 years | <u>581,063</u> | <u>393,881</u> |
| Amounts falling due between two and five years: | | |
| Bank loans - 2-5 years | <u>1,295,938</u> | <u>510,308</u> |

16. LEASING AGREEMENTS

Minimum lease payments under non-cancellable operating leases fall due as follows:

| | 31.12.17 | 31.12.16 |
|----------------------------|-------------------|-------------------|
| | £ | £ |
| Within one year | 1,016,340 | 1,016,340 |
| Between one and five years | 3,565,373 | 3,884,707 |
| In more than five years | 6,105,477 | 6,802,483 |
| | <u>10,687,190</u> | <u>11,703,530</u> |

Notes to the Financial Statements - continued
for the Year Ended 31 December 2017

17. FINANCIAL INSTRUMENTS

| Financial Assets | 31.12.17 | 31.12.16 |
|---|------------------|------------------|
| | £ | £ |
| Financial assets as an equity instrument | 16,250 | 16,250 |
| Financial assets that are debt instruments measured at amortised cost | 2,438,669 | 2,172,943 |
| | <u>2,454,919</u> | <u>2,189,193</u> |
| Financial Liabilities | <u>4,892,531</u> | <u>4,404,023</u> |
| | <u>4,892,531</u> | <u>4,404,023</u> |

18. PROVISIONS FOR LIABILITIES

| | 31.12.17 | 31.12.16 |
|-----------------------------|----------------|----------------|
| | £ | £ |
| Deferred tax | <u>405,132</u> | <u>375,814</u> |
| | | Deferred tax |
| | | £ |
| Balance at 1 January 2017 | | 375,814 |
| Provided during year | | 29,318 |
| Balance at 31 December 2017 | | <u>405,132</u> |

19. CALLED UP SHARE CAPITAL

| Allotted, issued and fully paid: | | | 31.12.17 | 31.12.16 |
|----------------------------------|------------|----------------|------------|------------|
| Number: | Class: | Nominal value: | £ | £ |
| 75 | Ordinary A | £1 | 75 | 75 |
| 25 | Ordinary B | £1 | 25 | 25 |
| | | | <u>100</u> | <u>100</u> |

**Notes to the Financial Statements - continued
for the Year Ended 31 December 2017**

20. RESERVES

| | Retained earnings £ |
|---------------------|---------------------------|
| At 1 January 2017 | 3,878,087 |
| Profit for the year | 1,215,852 |
| Dividends | <u>(170,000)</u> |
| At 31 December 2017 | <u>4,923,939</u> |

21. ULTIMATE CONTROLLING PARTY

The controlling party is Michael Denis Guerin.

This document was delivered using electronic communications and authenticated in accordance with the registrar's rules relating to electronic form, authentication and manner of delivery under section 1072 of the Companies Act 2006.