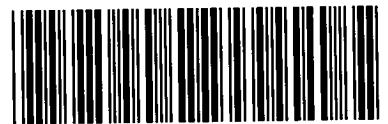


TMI Foods Limited

Directors' report and financial statements for the year
ended 31 December 2013

REGISTERED NO: 04571020

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DIRECTORS' REPORT AND FINANCIAL STATEMENTS
for the year ended 31 December 2013

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TMI FOODS LIMITED

COMPANY INFORMATION

DIRECTORS

A. R. J. Smith
L. Murrin
P. Queally
J. Queally
M. Queally

SECRETARY

Arrow Secretarial Services Limited

REGISTERED OFFICE

Lodge Way
Lodge Farm Industrial Estate
Northampton
NN5 7US
United Kingdom

AUDITOR

Ernst & Young
Chartered Accountants
Annville House
Newtown
Waterford
Ireland

BANKERS

Danske Bank A/S

DIRECTORS' REPORT
for the year ended 31 December 2013

The directors present their report and financial statements for the year ended 31 December 2013.

These accounts cover a 52 week period ended on 29 December 2013. Certain directors are also directors and controlling members of the company's parent, Dawn Farm Foods Limited and its ultimate parent company, Arrow Group Limited. As a consequence the members are at all times familiar with the performance, development and position of the company's business.

RESULTS FOR THE YEAR, DIVIDENDS AND STATE OF AFFAIRS

The profit and loss account, balance sheet and related notes for the year ended 31 December 2013 are set out on pages 9 to 19.

The directors do not propose a dividend and therefore the profit for the year of Stg£348,507 (2012: loss of Stg£597,722) is credited to (2012: deducted from) reserves.

EVENTS SINCE THE BALANCE SHEET DATE

There are no events requiring comment.

FUTURE DEVELOPMENTS

The principal focus going forward is on increasing plant throughput and maximising efficiencies at all levels.

GOING CONCERN

On the basis of current financial projections and available funds and facilities, the directors are satisfied that the company has adequate resources to continue in operation for the foreseeable future and therefore consider it appropriate to prepare the financial statements on the going concern basis.

DIRECTORS

The directors who held office throughout the year are noted on page 1.

POLITICAL AND CHARTIABLE CONTRIBUTIONS

The company made no contributions to political parties during the year. Charitable contributions were insignificant.

RESEARCH AND DEVELOPMENT

The company engages in ongoing research and development to improve processes and enhance its products.

DIRECTORS' AND SECRETARY'S INTERESTS IN SHARES

The directors and secretary hold no interest in the share capital of the company.

DIRECTORS' REPORT
for the year ended 31 December 2013 (continued)

DISCLOSURE OF INFORMATION TO THE AUDITOR

Having made the requisite enquiries, so far as the directors are aware, there is no relevant audit information (as defined by Section 419 of the Companies Act 2006) of which the company's auditor is unaware, and the directors have taken all steps they ought to have taken to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information.

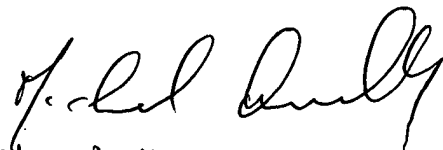
RE-APPOINTMENT OF AUDITOR

Ernst & Young, Chartered Accountants, have expressed their willingness to continue in office as auditor and in accordance with S.425 of the Companies Act 2006, a resolution proposing their re-appointment will be submitted at the Annual General Meeting.

On behalf of the Board

Director

Date: 23 May 2014



DIRECTORS' RESPONSIBILITIES STATEMENT
for the year ended 31 December 2013

The directors are responsible for preparing the Directors' Report and 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 these 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 those financial statements, the directors are required to:

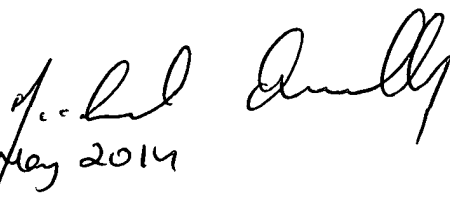
- select suitable accounting policies and then apply them consistently;
- make judgments and estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping proper accounting records 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.

On behalf of the Board

Director

Date: 23 May 2014

Two handwritten signatures in black ink, one appearing to be 'J. L.' and the other 'A. M.', written over the 'Director' and 'Date' labels.

STRATEGIC REPORT
for the year ended 31 December 2013

The principal activity of the company continues to be the manufacture of food. During the year the company continued to seek to increase volumes while reducing cost by gaining further production efficiencies.

The key performance indicators focused on by management are as follows:

	2013 Stg £'000	2012 Stg £'000	Change %
Turnover	34,612	27,078	28 %
EBITDA*	1,739	1,547	12 %
Operating profit	471	281	68 %
Shareholders' funds	5,083	4,734	7 %

Turnover increased by 28% primarily due to increased volumes to both existing and new customers.

Operating profit and EBITDA have increased due to the increased sales and activity in the period driven by the increased business won from both new and existing customers.

Shareholders' funds increased as a result of the profit during the year.

*EBITDA excludes profit/ (loss) on disposal of fixed assets.

Principal risks and uncertainties and key performance indicators

Under UK Company Law (Section 417 - Companies Act 2006) the company is required to give a description of the principal risks and uncertainties faced.

- The principal risks and uncertainties that the business faces include overcapacity in the sector and pressure on margins by major customers. The company must also ensure that all of its products and processes meet relevant food safety standards.
- The cost of funds may increase.
- Price risk arises on financial instruments because of changes in, for example, commodity prices or equity prices. The company does not hold any financial instruments which are exposed to price risk.
- Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. The company has policies in place, such that deferred terms are only granted to customers who demonstrate an appropriate payment history and satisfy credit worthiness procedures. The company benefits from the group's comprehensive credit insurance cover.
- Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities. The company aims to mitigate liquidity risk by managing cash generation by its operations and via the continuing support of its ultimate parent, Arrow Group Limited.
- Cash flow risk is the risk of exposure to variability in cash flows that is attributable to a particular risk associated with a recognised asset and liability such as those denominated in foreign currencies. The company manages this risk by minimising its exposure to foreign currencies in both its selling and purchasing strategy.

STRATEGIC REPORT
for the year ended 31 December 2013 (continued)

THE COMPANY AND THE ENVIRONMENT

The company is committed to conducting its activities with due care and regard for the environment and to continual improvement to achieve a high standard of environmental performance. The company is committed to managing and reducing its greenhouse gas emissions and their contribution to climate change and to managing and reducing its water consumption and ensuring that all its wastewater is treated to the highest environmental standards. The company is committed to reducing quantities of waste produced and actively uses recyclable packaging.

On behalf of the Board

Director

Date:

J. - Paul O'Leary
23 May 2014

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF TMI FOODS LIMITED

We have audited the financial statements of TMI Foods Limited for the year ended 31 December 2013 which comprise the Profit and Loss Account and Balance Sheet and the related notes 1 to 20. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

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 set out on page 4 the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the directors; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the Directors' report to identify material inconsistencies with the audited financial statements 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 2013 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.

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF TMI FOODS LIMITED
(Continued)**

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Directors' Report and the Strategic 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.



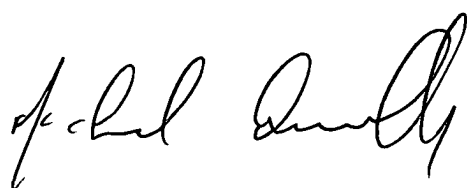
Pat O'Neill (Senior statutory auditor)
for and on behalf of Ernst & Young, Waterford
Chartered Accountants and Statutory Auditors

23 May 2014

PROFIT AND LOSS ACCOUNT
for the year ended 31 December 2013

	<i>Note</i>	<i>2013 Stg£</i>	<i>2012 Stg£</i>
Turnover	2	34,611,537	27,077,911
Cost of sales		(30,961,451)	(24,130,706)
Gross profit		3,650,086	2,947,205
Distribution costs		(849,746)	(717,151)
Administrative expenses		(2,329,067)	(1,949,184)
Operating profit	4	471,273	280,870
Profit on disposal of fixed assets		29,509	—
Interest payable and similar charges	5	(95,593)	(720,442)
Profit/(loss) on ordinary activities before taxation		405,189	(439,572)
Tax on profit/(loss) on ordinary activities	6	(56,682)	(158,150)
Profit/(loss) for the financial year		348,507	(597,722)

The company has no recognised gains or losses other than the results for the year as set out above.



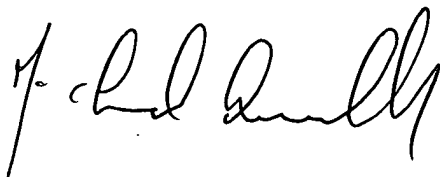
TMI FOODS LIMITED

BALANCE SHEET
at 31 December 2013

ASSETS EMPLOYED	Note	2013 Stg£	2012 Stg£
FIXED ASSETS			
Tangible fixed assets	7	16,950,382	17,778,628
		<hr/>	<hr/>
CURRENT ASSETS			
Stocks	8	4,977,236	2,309,266
Debtors	9	7,266,452	6,189,066
		<hr/>	<hr/>
		12,243,688	8,498,332
CREDITORS (amounts falling due within one year)	10	(10,757,462)	(8,138,860)
		<hr/>	<hr/>
NET CURRENT ASSETS		1,486,226	359,472
		<hr/>	<hr/>
TOTAL ASSETS LESS CURRENT LIABILITIES		18,436,608	18,138,100
		<hr/>	<hr/>
CREDITORS (amounts falling due after more than one year)	11	(12,423,187)	(12,408,559)
		<hr/>	<hr/>
PROVISIONS FOR LIABILITIES AND CHARGES	12	(930,816)	(995,443)
		<hr/>	<hr/>
		(13,354,003)	(13,404,002)
		<hr/>	<hr/>
		5,082,605	4,734,098
		<hr/>	<hr/>
FINANCED BY			
CAPITAL AND RESERVES			
Called up share capital	15	30,189	30,189
Share premium account	16	575,311	575,311
Capital redemption reserve	16	60,000	60,000
Profit and loss account	16	4,417,105	4,068,598
		<hr/>	<hr/>
Shareholders' funds	16	5,082,605	4,734,098
		<hr/>	<hr/>

Approved by the Board on 23 May 2014

Director



NOTES TO THE FINANCIAL STATEMENTS
31 December 2013

1. ACCOUNTING POLICIES

(a) *Basis of preparation*

The financial statements are prepared under the historical cost convention and in accordance with applicable United Kingdom accounting standards.

The financial statements are for a 52 week period ended 29 December 2013.

(b) *Turnover*

The turnover shown in the profit and loss account represents amounts invoiced during the year, exclusive of value added tax, and net of rebates and settlement discounts.

(c) *Tangible fixed assets and depreciation*

Tangible fixed assets are stated at cost or valuation, net of depreciation and any provision for impairment.

Depreciation is calculated so as to write off the cost of an asset, less its estimated residual value, excluding freehold land, by equal annual instalments over the useful economic life of that asset as follows:

Freehold buildings	19 years
Leasehold property	50 years
Office equipment	5 years
IT equipment	3 years
Other equipment	10 years

(d) *Impairment of fixed assets*

The carrying value of fixed assets is reviewed for impairment if events or changes in circumstances indicate that the carrying amount may not be recoverable. Under U.K. GAAP impairment is assessed by comparing the carrying value of the asset with its recoverable amount (being the higher of net realisable value and value in use). Net realisable value is defined as the amount at which an asset could be disposed of net of any direct selling costs. Value in use is defined as the present value of the future cash flows obtainable through continued use of an asset including those anticipated to be realised on its eventual disposal.

(e) *Stocks*

Stocks are stated at the lower of cost incurred in bringing each product to its present location and condition and net realisable value as follows:

Raw materials and consumables:	Purchase cost on a first in first out basis.
Work in progress and finished goods:	Cost of direct materials and labour plus attributable overheads based on a normal level of production.

Net realisable value is based on actual or estimated selling price less any further costs to be incurred to completion and disposal.

(f) *Pension costs*

The company operates a defined contribution pension scheme for employees. The assets of the scheme are held separately from those of the company. The annual contributions payable are charged to the profit and loss account.

NOTES TO THE FINANCIAL STATEMENTS
31 December 2013 (continued)

1. ACCOUNTING POLICIES (continued)

(g) *Taxation*

Current tax is recognised based on tax rates and laws in effect during the year.

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events have occurred that will result in an obligation to pay more, or a right to pay less, tax, with the exception that deferred tax assets are recognised only to the extent that the directors consider that it is more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Timing differences are differences between profit as computed for taxation purposes and profit as stated in the financial statements which arise because certain items of income and expenditure in the financial statements are dealt with in different periods for taxation purposes.

Deferred tax is measured on an undiscounted basis at the tax rates that are expected to apply in the periods in which timing differences reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date.

(h) *Foreign currencies*

The financial statements are expressed in pounds sterling (Stg£).

Transactions in foreign currencies are recorded at the exchange ruling at the date of transaction. Monetary assets and liabilities in foreign currencies are translated at the rate of exchange ruling at the balance sheet date. Any differences arising are recorded in the profit and loss account.

(i) *Operating leases*

All leases are regarded as operating leases and the payments made under them are charged to the profit and loss account on a straight line basis over the term of the lease.

(j) *Cash flow statement*

The company has availed of the concession under FRS 1 "Cash Flow Statement" which exempts subsidiary undertakings from the requirement to prepare a cash flow statement where 90% or more of the voting rights are controlled by a group that prepares publicly available consolidated financial statements in which the subsidiary undertaking's results are included.

(k) *Finance costs*

Finance costs that are directly attributable to the construction of tangible fixed assets are capitalised as part of the cost of these assets.

(l) *Research and development expenditure*

Expenditure on research and development is written off in the year in which it is incurred.

(m) *R & D tax credits*

R & D tax credits are recognised in the period in which the qualifying expenditure is incurred. Recognition is conditional on there being reasonable certainty that the tax credits will be recovered. The tax credits are offset in the profit and loss account against the qualifying expenditure.

NOTES TO THE FINANCIAL STATEMENTS

31 December 2013 (continued)

2. TURNOVER

Turnover and profit on ordinary activities are attributable to the principal activity of the company as set out in the Directors' Report.

3. EMPLOYEES AND REMUNERATION

The average number of persons employed by the company during the financial year, including the directors, amounted to 176 (2012: 176).

<i>Staff costs comprise:</i>	<i>2013 Stg£</i>	<i>2012 Stg£</i>
Wages and salaries	4,038,557	3,511,624
Social security costs	366,813	360,656
Other pension costs	58,684	52,138
	<u>4,464,054</u>	<u>3,924,418</u>

Directors

Remuneration in respect of directors was as follows:

Emoluments receivable	65,333	210,572
Value of company pension contributions to money purchase schemes	5,227	15,253
	<u>70,560</u>	<u>225,825</u>

The number of directors who are accruing benefits under company pension schemes was as follows:

	<i>No.</i>	<i>No.</i>
Money purchase schemes	<u>1</u>	<u>3</u>

The amounts set out above include remuneration in respect of the highest paid director as follows:

	<i>2013 Stg£</i>	<i>2012 Stg£</i>
Emoluments receivable	65,333	90,738
Value of company pension contributions to Money purchase schemes	5,227	7,413
	<u>70,560</u>	<u>98,151</u>

NOTES TO THE FINANCIAL STATEMENTS
31 December 2013 (continued)

4.	OPERATING PROFIT	2013 Stg£	2012 Stg£
	<i>This is stated after charging:</i>		
	Depreciation	1,267,270	1,265,679
	Auditor's remuneration	24,127	12,794
	Operating lease costs		
	- Land and buildings	108,828	118,800
	- Other	113,157	115,338
	R & D expenditure	1,473,521	1,429,317
		<u> </u>	<u> </u>
5.	INTEREST PAYABLE AND SIMILAR CHARGES	2013 Stg£	2012 Stg£
	Bank overdraft and loan interest	22,758	15,500
	Group interest	72,835	704,942
		<u> </u>	<u> </u>
		95,593	720,442
		<u> </u>	<u> </u>
6.	TAX ON PROFIT/(LOSS) ON ORDINARY ACTIVITIES	2013 Stg£	2012 Stg£
(a)	<i>Analysis of charge for the year:</i>		
	<i>Current tax:</i>		
	UK Corporation tax based on the results for the year	121,309	105,055
	Adjustments to tax charge in respect of prior years	-	25,028
		<u> </u>	<u> </u>
	Total current tax (Note 6 (b))	121,309	130,083
	<i>Deferred tax:</i>		
	Origination and reversal of timing differences	(64,627)	28,067
		<u> </u>	<u> </u>
	Tax on profit/ (loss) on ordinary activities	56,682	158,150
		<u> </u>	<u> </u>

NOTES TO THE FINANCIAL STATEMENTS
31 December 2013 (continued)
6. TAX ON PROFIT/(LOSS) ON ORDINARY ACTIVITIES (Continued)
(b) Factors affecting tax charge for the year:

The tax assessed for the year differs from that calculated using the standard rate of corporation tax in the United Kingdom. The differences are explained below:

	2013 Stg£	2012 Stg£
Profit/(loss) on ordinary activities before taxation	405,189	(439,572)
Profit/(loss) on ordinary activities before tax multiplied by standard rate of corporation tax in the United Kingdom of 23.25% (2012 – 24.5%)	94,206	(107,695)
<i>Effects of:</i>		
Expense not deductible for tax purposes	(7,028)	177,041
Capital allowances less than depreciation	89,254	49,539
Other timing differences	(17,519)	–
Losses forward	(37,604)	(13,830)
Adjustment in the prior year	–	25,028
<i>Current tax charge for year (Note 6 (a))</i>	121,309	130,083

7. TANGIBLE FIXED ASSETS	<i>Freehold land and buildings Stg£</i>	<i>Long leasehold property Stg£</i>	<i>Equipment Stg£</i>	<i>Total Stg£</i>
<i>Cost</i>				
At 1 January 2013	424,030	9,380,275	10,794,081	20,598,386
Additions	–	175,000	424,024	599,024
Disposal	–	(171,090)	(127,584)	(298,674)
At 31 December 2013	424,030	9,384,185	11,090,521	20,898,736
<i>Depreciation</i>				
At 1 January 2013	124,030	596,320	2,099,408	2,819,758
Charge for year	–	194,175	1,073,095	1,267,270
Disposal	–	(31,200)	(107,474)	(138,674)
At 31 December 2013	124,030	759,295	3,065,029	3,948,354
<i>Net book value</i>				
31 December 2013	300,000	8,624,890	8,025,492	16,950,382
31 December 2012	300,000	8,783,955	8,694,673	17,778,628

The aggregate amount of finance costs included in the net book value of tangible fixed assets is Stg£174,904 (2012: Stg£192,923).

NOTES TO THE FINANCIAL STATEMENTS
31 December 2013 (continued)

8.	STOCKS	2013 Stg£	2012 Stg£
	Raw materials	2,394,735	971,793
	Finished goods	2,582,501	1,337,473
		<u>4,977,236</u>	<u>2,309,266</u>

The replacement cost of stocks does not differ significantly from the figures shown above.

9.	DEBTORS (amounts falling due within one year)	2013 Stg£	2012 Stg£
	Trade debtors	6,415,664	5,141,582
	Amounts owed by group companies	110,773	—
	Other debtors	290,205	172,372
	Prepayments and accrued income	449,810	875,112
		<u>7,266,452</u>	<u>6,189,066</u>

10.	CREDITORS (amounts falling due within one year)	2013 Stg£	2012 Stg£
	Trade creditors	5,268,937	3,148,235
	Amount due to group companies	4,512,583	3,827,660
	Bank overdraft	639,356	668,880
	Other taxation and social security	216,293	168,079
	Accruals and deferred income	120,293	220,951
	Corporation tax	—	105,055
		<u>10,757,462</u>	<u>8,138,860</u>

The bank loans and overdrafts are secured by fixed and floating charges over the assets of the company.

11.	CREDITORS (amounts falling due after more than one year)	2013 Stg£	2012 Stg£
	Loans from group companies	<u>12,423,187</u>	<u>12,408,559</u>

NOTES TO THE FINANCIAL STATEMENTS
31 December 2013 (continued)

12.	PROVISIONS FOR LIABILITIES AND CHARGES	2013 Stg£	2012 Stg£
	<i>Deferred tax</i>		
	At 1 January	995,443	967,376
	Increase/(decrease) during year	(64,627)	28,067
	At 31 December	<u>930,816</u>	<u>995,443</u>
	<i>Analysis</i>		
	Deferred taxation provided for in the financial statements is set out below:	2013 Stg£	2012 Stg£
	Accelerated capital allowances	936,357	1,066,154
	Short term timing differences	(5,541)	(49,113)
	Losses forward	–	(21,598)
		<u>930,816</u>	<u>995,443</u>

13. PENSIONS

The company operates a defined contribution pension scheme. The assets of the schemes are held separately from those of the company in independently administered funds. The pension cost charge represents contributions payable by the company to the schemes and to employees. Total contributions in the year amounted to £58,684 (2012: £52,138).

14.	LEASING COMMITMENTS	2013 <i>Other</i> Stg£	2013 <i>Land and Buildings</i> Stg£	2012 <i>Other</i> Stg£	2012 <i>Land and Buildings</i> Stg£
	Operating leases which expire:				
	Within 1 year	50,112	–	42,647	–
	Within 2 to 5 years	61,797	–	73,391	–
	After more than 5 years	–	108,828	–	118,800
		<u>111,909</u>	<u>108,828</u>	<u>116,038</u>	<u>118,800</u>

NOTES TO THE FINANCIAL STATEMENTS
31 December 2013 (continued)

15. CALLED UP SHARE CAPITAL	2013 Stg£	2012 Stg£
<i>Authorised:</i>		
160,000 'A' Ordinary Shares of Stg£0.10 each	16,000	16,000
141,887 'B' Ordinary Shares of Stg£0.10 each	14,189	14,189
10,000 Preference Shares of Stg£1 each	10,000	10,000
50,000 'B' Preference Shares of Stg£1 each	50,000	50,000
	<u>90,189</u>	<u>90,189</u>
<i>Allotted, called up and fully paid:</i>		
160,000 'A' Ordinary Shares of Stg£0.10 each	16,000	16,000
141,887 'B' Ordinary Shares of Stg£0.10 each	14,189	14,189
	<u>30,189</u>	<u>30,189</u>

The Ordinary 'A' and 'B' Shares rank pari passu in all respects.

16. RECONCILIATION OF SHAREHOLDERS' FUNDS

	Share capital Stg£	Capital redemption reserve Stg£	Share premium account Stg£	Profit and loss account Stg£	Total Stg£
At 1 January	30,189	60,000	575,311	4,068,598	4,734,098
Profit for the year	-	-	-	348,507	348,507
At 31 December	<u>30,189</u>	<u>60,000</u>	<u>575,311</u>	<u>4,417,105</u>	<u>5,082,605</u>

17. PARENT UNDERTAKINGS AND CONTROLLING PARTIES

The company's immediate parent company and controlling party is Dawn Farm Foods Limited, a company incorporated in the Republic of Ireland. The ultimate controlling party and parent undertaking and the parent undertaking of both the largest and smallest groups of undertakings of which the company is a member and for which group financial statements are drawn up is Arrow Group Limited, a company incorporated in the Republic of Ireland.

Group financial statements are prepared for Arrow Group Limited and are available in the Companies Registration Office.

NOTES TO THE FINANCIAL STATEMENTS
31 December 2013 (continued)
18. CONTINGENT LIABILITIES

The company has guaranteed the bank borrowings of a number of group companies under the terms of a group banking facility.

19. TRANSACTIONS WITH CONNECTED PARTIES

Sales and debtors include transactions and balances with fellow Arrow Group Companies where both parties are not 100% owned members of the group as follows:

	2013		2012	
	<i>Sales Stg£</i>	<i>Debtors Stg£</i>	<i>Sales Stg£</i>	<i>Debtors Stg£</i>
Fellow Arrow Group Companies	<u>159,224</u>	<u>110,773</u>	<u>428,701</u>	<u>–</u>

Purchases and creditors include transactions and balances with fellow Arrow Group

	2013		2012	
	<i>Purchases Stg£</i>	<i>Creditors Stg£</i>	<i>Purchases Stg£</i>	<i>Creditors Stg£</i>
Fellow Arrow Group Companies	<u>1,069,697</u>	<u>4,512,583</u>	<u>386,390</u>	<u>3,827,661</u>

Sales and debtors include transactions and balances in which directors and connected persons have material ownership interests as follows

	2013		2012	
	<i>Debtors Stg£</i>	<i>Sales Stg£</i>	<i>Debtors Stg£</i>	<i>Sales Stg£</i>
Connected Parties	<u>–</u>	<u>–</u>	<u>10,200</u>	<u>5,800</u>

20. APPROVAL OF FINANCIAL STATEMENTS

The financial statements were approved and authorised for issue by the board of directors on

23 May 2014.