KIRIL MISCHEFF (TRADING) LIMITED

Company Registration Number 5486353

Annual Report and Financial Statements

Year ended 30 September 2009



Brown Butler Chartered Accountants Leeds

Contents

| | Page |
|--------------------------------------|---------|
| Officers and professional advisers | 1 |
| Directors' report | 2 – 3 |
| Independent auditor's report | 4 – 5 |
| Consolidated profit and loss account | 6 |
| Consolidated balance sheet | 7 |
| Company balance sheet | 8 |
| Consolidated cash flow statement | 9 |
| Notes to the financial statements | 10 – 21 |

Officers and Professional Advisers

R A R Mischeff **Directors**

A V Charlton T A Davies M K L Jackson I R Marlow D A Mirchev V G Morrell W R S Neill

T A Davies Secretary

Registered Office **Broadwall House**

21 Broadwall London SE1 9PL

Company Registration Number 5486353

Statutory Auditor **Brown Butler**

Chartered Accountants

Apsley House

78 Wellington Street

Leeds LS1 2JT

Royal Bank of Scotland plc 9th Floor **Bankers**

280 Bishopgate

London EC3M 5RB

Solicitors **Laytons Solicitors**

Carmelite

50 Victoria Embankment

Blackfriars London EC4Y 0LS

Directors' Report

The directors present their report together with the audited financial statements of the company and the group for the year ended 30 September 2009

1 Activities, review of the business and future development

The company is the parent company of Kiril Mischeff (Group) Limited, the holding company of the Kiril Mischeff group of companies

The principal activities of the group are the importing and distribution of food products, food products broking and trading, shipping and forwarding

The results of the group reflect the trading results of its subsidiaries

Sales in the group's food sector businesses were above forecasts but margins, as expected, reduced. The group's shipping and forwarding business enjoyed increased activity in the first six months of the year, but reduced activity thereafter.

Whilst we expect a reduction in turnover in the coming year we expect broadly similar results

2 Results and dividends

The results for the year are shown in the group profit and loss account on page 6. The profit for the year after taxation was £498,695.

No interim dividends were paid during the year. The directors do not recommend payment of a final dividend

3 Fixed assets

Changes in fixed assets are summarised in note 9 to the financial statements

4 Directors' responsibilities

The directors are responsible for preparing the annual report and the financial statements in accordance with applicable law and regulations

Company law requires 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 those financial statements, the directors are required to -

- Select suitable accounting policies and apply them consistently,
- Make judgements 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,
- Prepare the financial statements on the going concern basis unless it is appropriate to presume that the company will continue to operate

The directors are responsible for keeping proper accounting records which 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.

Directors' Report (continued)

5 Directors and their interests

The present composition of the board is set out on page 1

The directors who held office during the year are as set out below -

R A R Mischeff

A V Charlton

T A Davies

M K L Jackson

IR Marlow

D A Mirchev

V G Morrell

W R S Neill

6 Audit enquiries

So far as the directors are aware there is no information relevant to the audit of which the company's auditors are unaware. The directors have taken the necessary steps to ensure they themselves are aware of all relevant audit information and made sure that the company's auditors are also aware of that information.

By order of the Board

T A Davies Director

3 March 2010

Independent Auditor's Report to the Members of Kırıl Mischeff (Trading) Limited

We have audited the financial statements of Kiril Mischeff (Trading) Limited for the year ended 30 September 2009 which comprise the Consolidated Profit and Loss Account, Consolidated and Company Balance Sheets, Consolidated Cash Flow Statement and related notes. 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 auditors

As explained more fully in the Directors' Responsibilities Statement set out in the Directors' Report, 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 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

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 group and parent 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.

Opinion on financial statements

In our opinion the financial statements

- give a true and fair view of the state of the group and parent company's affairs as at 30 September 2009 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

Opinion on other matters prescribed by the Companies Act 2006

In our opinion the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements

Continued on page 5

Independent Auditor's Report to the Members of Kırıl Mıscheff (Trading) Limited

Continued from page 4

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 group and parent company's 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

Robert Solyom (Senior Statutory Auditor) For and on behalf of Brown Butler

Chartered Accountants and Statutory Auditor

Apsley House 78 Wellington Street Leeds LS1 2JT

8 March 2010

Consolidated Profit and Loss Account 30 September 2009

| | Note | 2009 £ | 2008 £ |
|---|------|------------|------------|
| Turnover | | 98,349,547 | 92,043,388 |
| Cost of sales | | 92,346,607 | 86,767,068 |
| Gross profit | | 6,002,940 | 5,276,320 |
| Distribution costs | | 2,330,955 | 1,617,294 |
| Administrative expenses | | 2,721,517 | 2,567,185 |
| Operating profit | | 950,468 | 1,091,841 |
| Exceptional items | 3 | 264,908 | 400,900 |
| Profit on ordinary activities before interest | | 685,560 | 690,941 |
| Interest payable and similar charges | 4 | 31,677 | 311,416 |
| Profit on ordinary activities before taxation | 6 | 653,883 | 379,525 |
| Tax on profit on ordinary activities | 7 | 155,188 | 105,252 |
| Profit for the financial year | 19 | 498,695 | 274,273 |

The group had no recognised gains or losses other than the profit for the year, and the above results derive from continuing operations

Consolidated Balance Sheet 30 September 2009

| | Note | 200 £ | | 200 £ | |
|--|----------|--------------------------------------|---------------------|--------------------------------------|---------------------|
| Fixed assets | | | | | |
| Tangible assets | 9 | | 457,330 | | 486,199 |
| Current assets | | | | | |
| Stock Debtors Cash at bank and in hand | 11 12 | 4,714,807 15,909,496 1,595,722 | | 5,161,508 15,719,433 2,017,994 | |
| | | 22,220,025 | | 22,898,935 | |
| Creditors amounts falling due within one year | 13 | 19,475,391 | | 20,749,221 | |
| Net current assets | | | 2,744,634 | | 2,149,714 |
| Total assets less current liabilities | | | 3,201,964 | | 2,635,913 |
| Creditors amounts falling due after more than one year | 14 | | 1,074,752 | | 1,007,396 |
| | | | 2,127,212 | | 1,628,517 |
| Capital and reserves | | | | | |
| Called up share capital Profit and loss account | 18 19 | | 50,000 2,077,212 | | 50,000 1,578,517 |
| Equity shareholders' funds | 20 | | 2,127,212 | | 1,628,517 |

These financial statements were approved and authorised for issue by the board on 3 March 2010 and signed on its behalf by $\frac{1}{2}$

T A Davies

D A Mirchey

Directors

The notes on pages 10 to 21 form part of these financial statements

| Company Balance Sheet 30 September 2009 | | | | | |
|--|----------|-----------|-------------------|-----------|-------------------|
| | Note | 2009 £ | 9 | 2008 £ | 3 |
| Fixed assets | | | | | |
| Investments | 10 | | 670,000 | | 670,000 |
| Current assets | | | | | |
| Debtors | | 3,924 | - | 2,724 | |
| Creditors amounts falling due within one year | 13 | 93,000 | | 93,000 | |
| Net current liabilities | | | (89,076) | | (90,276) |
| Total assets less current liabilities | | | 580,924 | | 579,724 |
| Creditors amounts falling due after more than one year | 14 | | 351,750 | | 418,750 |
| | | | 229,174 | | 160,974 |
| Capital and reserves | | | | | |
| Called up share capital Profit and loss account | 18 19 | | 50,000 179,174 | | 50,000 110,974 |
| Shareholders' funds | 20 | | 229,174 | | 160,974 |

These financial statements were approved and authorised for issue by the board on 3 March 2010 and signed on its behalf by

T A Davies

D A Mirchev

Directors

Consolidated Cash Flow Statement 30 September 2009

| | Note | 200 £ | 9 | 200 £ | |
|--|------|---------------------|-----------|-----------------------|-------------|
| Net cash inflow from operating activities Return on investments and servicing of finance | 25a | | 1,132,589 | | 2,367,704 |
| Interest paid | | (31,677) | | (311,416) | |
| Net cash outflow from returns on investments and servicing of finance | | | (31,677) | | (311,416) |
| Taxation | | | | | |
| Corporation tax paid | | | (73,449) | | (137,027) |
| Capital expenditure and financial investment | | | | | |
| Payments to acquire tangible fixed assets Sale of tangible fixed assets | | 137,591 (17,350) | | 133,197 (41,250) | |
| Net cash outflow from capital expenditure and financial investment | | | (120,241) | | (91,947) |
| Net cash inflow before financing | | | 907,222 | | 1,827,314 |
| Financing | | | | | |
| Bank loans repaid Loans advanced Capital element of hire purchase | | (966,801) 67,561 | | (1,921,630) 43,443 | |
| Capital element of hire purchase Repayments | | (1,025) | | (406) | |
| Net cash outflow from financing | | | (900,265) | | (1,878,593) |
| Increase/(decrease) in cash | 25b | | 6,957 | | (51,279) |

1 Accounting Policies

(a) Accounting convention

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

(b) Turnover

Turnover represents amounts receivable for goods and services and net agency income from haulage, freight and rental services provided, net of VAT

(c) Depreciation

Depreciation of tangible fixed assets is provided on original cost over their estimated useful lives. The annual rates and methods of depreciation are as follows -

Freehold property
Plant, equipment, fixtures and fittings
Motor vehicles

straight line basis over 50 years straight line basis over 5 years straight line basis over 4 years

(d) Leases

Operating lease rentals are charged or credited to the profit and loss account as they are incurred or fall due

(e) Basis of consolidation

The consolidated financial statements combine the financial statements of Kiril Mischeff (Trading) Limited and its subsidiary undertakings

As permitted by Section 408 of the Companies Act 2006, Kırıl Mischeff (Trading) Limited has not presented its own profit and loss account

(f) Stock

Stocks are stated at the lower of cost and net realisable value

(g) Pensions

The group operates a defined contribution pension scheme. The pension costs charged to the profit and loss account are the premiums payable in respect of the accounting period.

(h) Deferred Tax

Deferred tax is recognised in respect of all timing differences that have originated but not reversed by the balance sheet date. Deferred tax is not recognised when assets are revalued, unless, by the balance sheet date, the company has entered into a binding agreement to sell the assets and recognised the gains or losses expected to arise on sale

(i) Foreign currency translation

Monetary assets and liabilities denominated in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are settled by buying forward foreign exchange contracts. All differences are taken to the profit and loss account.

2 Turnover

The directors consider it prejudicial to the group's interest to disclose the geographical analysis of turnover

| 3 | Exceptional items | 2009 £ | 2008 £ |
|---|--|--------------|--------------|
| | Provision for losses on contracts Provision for irrecoverable loan | - 264,908 | 400,900 - |
| | | 264,908 | 400,900 |
| | | | |
| 4 | Interest payable and similar charges | £ | £ |
| | On bank loans and overdrafts | 31,677 | 311,416 |

| 5 | Staff | costs |
|---|-------|-------|
|---|-------|-------|

6

| Staff costs | | |
|---|------------------------------------|------------------------------------|
| Group employee costs, including directors during the year | ar - 200 9 £ | 2008 £ |
| Wages and salaries Social security costs Other pension costs | 3,070,000 326,149 94,607 | 2,367,306 260,881 366,901 |
| | 3,490,756 | 2,995,088 |
| The average number of employees, including directors, or | during the year was | - |
| | No | No |
| Office, management and selling | 70 ——— | |
| Directors' emoluments | £ | £ |
| Remuneration Other emoluments | 1,393,311 39,984 | 820,771 35,444 |
| Aggregate emoluments Pension contributions | 1,433,295 52,379 | 856,215 324,637 |
| | 1,485,674 | 1,180,852 |
| Seven (2008 – seven) directors are accruing pension be schemes | nefits under money | purchase |
| The emoluments of the highest paid director were as follows: | ows - | |
| | £ | £ |
| Aggregate emoluments | 280,664 | 167,502 |
| Profit on ordinary activities before taxation | | |
| The profit is after charging / (crediting) - | £ | £ |
| Depreciation of owned assets Depreciation of assets held under hire purchase | 150,318 | 147,624 |
| contracts Auditor's remuneration – audit services Operating lease charges – land and buildings Profit on disposal of fixed assets | 810 34,500 26,750 (2,018) | 135 31,200 27,216 (6,231) |

| 7 | Tax charge on profit on ordinary activities | | |
|---|---|---------|---------|
| | | 2009 | 2008 |
| | | £ | £ |
| | Corporation tax | | |
| | Current year | 95,549 | 73,121 |
| | Adjustments for prior year | 318 | (3,218) |
| | | 95,867 | 69,903 |
| | Transfer in respect of deferred tax | 59,321 | 35,349 |
| | Current year tax charge | 155,188 | 105,252 |
| | • | | |

The standard rate of corporation tax is the full rate of United Kingdom corporation tax applicable for the year

A reconciliation of the current year tax charge to the charge that would result from applying the standard rate of tax to the profit on ordinary activities before taxation is set out below

| | £ | £ |
|--|---|--|
| Profit on ordinary activities before taxation | 653,883 ——— | 379,525 |
| Profit on ordinary activities before taxation multiplied by the standard rate of corporation tax of 28% (2008 – 29%) Effects of - | 183,087 | 110,062 |
| Expenses not deductible for tax purposes Depreciation in excess of capital allowances Movement in unpaid pension contributions Adjustment in respect of marginal relief Utilisation of tax losses by certain subsidiaries Adjustment in respect of prior years Current year tax charge | 3,891 6,184 (80,777) (16,836) - 318 - 95,867 | 12,778 750 (20,709) (17,637) (12,123) (3,218) 69,903 |
| The transfer in respect of deferred tax is made up as follows - Origination and reversal of timing differences | 59,321 | 35,349 |
| Origination and reversal or timing divergines | | |

8 Profit for the year attributable to shareholders

As permitted by Section 408 of the Companies Act 2006, the profit and loss account of the company is not presented as part of the financial statements

There is no profit or loss after taxation dealt with in the financial statements of the parent company (2008 loss of £26,000)

9 Tangible fixed assets

| | Freehold property | Plant, equipment, fixtures and fittings | Motor vehicles | Total | |
|--|-------------------|---|--------------------------------|--------------------------------|--|
| Group | £ | £ | £ | £ | |
| Cost | | | | | |
| At 1 October 2008 Additions Disposals | 197,788 - - | 254,068 12,494 - | 405,346 125,097 (53,914) | 857,202 137,591 (53,914) | |
| At 30 September 2009 | 197,788 | 266,562 | 476,529 | 940,879 | |
| Depreciation | | | | | |
| At 1 October 2008 Charge for the year Disposals | 12,121 4,000 | 147,156 41,001 - | 211,726 106,127 (38,582) | 371,003 151,128 (38,582) | |
| At 30 September 2009 | 16,121 | 188,157 | 279,271 | 483,549 | |
| Net book value | | | | | |
| At 30 September 2008 | 185,667 | 106,912 | 193,620 | 486,199 ——— | |
| At 30 September 2009 | 181,667 | 78,405 ——— | 197,258 ——— | 457,330 ——— | |
| Assets held under hire purchase contracts included above - | | | | | |
| Depreciation charge | | 810 | | 810 | |
| Net book value | | 3,107 | | 3,107 | |

10 Investments

Company

Subsidiary Undertakings £

Cost

At 1 October 2008 & 30 September 2009

670,000

In the opinion of the directors, the aggregate value of the company's investment in the subsidiary undertakings is not less than the amount included in the balance sheet

At the balance sheet date the subsidiary undertakings were as follows

| | Proportion of shares held % | Main activity |
|---|-----------------------------------|--|
| Direct holding | | |
| Kırıl Mıscheff (Group) Limited | 100 | Non-trading |
| Indirect holdings | | |
| Kırıl Mıscheff Lımıted^ | 100 | Import and distribution of food products |
| W Saunders (Shipping & Forwarding) Limited* | 100 | Shipping and forwarding |
| EE & Brian Smith (1928) Limited* | 100 | Food broking and trading |
| CBJ Securities Limited* | 100 | Investment company |
| CBJ Holdings Limited* | 100 | Non-trading |
| Cereal and General Products Limited* | 100 | Non-trading |
| House of York Limited" | 100 | Non-trading |
| Brian Smith Holdings Limited~ | 100 | Non-trading |

[^] Interest held by Kırıl Mıscheff (Group) Limited

All shares held in subsidiary companies are ordinary shares

^{*} Interest held by Kırıl Mıscheff Limited

[&]quot; Interest held by CBJ Securities Limited

[~] Interest held by EE & Brian Smith (1928) Limited

| No | tes | to | the | Fir | ancial | Staten | nents |
|----|-----|-----|-----|------|--------|--------|-------|
| 30 | Sei | ote | mbe | er 2 | 2009 | | |

| 11 | Stock | 2009 Group £ | 2009 Company £ | 2008 Group £ | 2008 Company £ |
|----|--|--|----------------------|---|----------------------|
| | Finished goods and goods for resale | 4,714,807 | - | 5,161,508 | - |
| 12 | Debtors | 2009 Group £ | 2009 Company £ | 2008 Group £ | 2008 Company £ |
| | Trade debtors Other debtors Amounts due from subsidiaries Deferred tax asset Prepayments | 15,785,173 31,343 42,930 50,050 15,909,496 | 3,924 | 15,427,265 97,680 - 102,251 92,237 - 15,719,433 | 2,724 |

The deferred tax asset is due after more than one year

13 Creditors amounts falling due within one year

| | 2009 | 2009 | 2008 | 2008 |
|------------------------------|------------|---------|------------|--------------|
| | Group | Company | Group | Company |
| | £ | £ | £ | £ |
| Bank loans & overdrafts | 2,992,790 | - | 4,388,820 | - |
| Loan notes | 67,000 | 67,000 | 67,000 | 67,000 |
| Trade creditors | 12,870,752 | - | 12,485,564 | - |
| Hire purchase creditors | 2,098 | - | 2,918 | - |
| Social security and taxes | 263,690 | - | 321,816 | - |
| Amount due to subsidiaries | - | 26,000 | - | 26,000 |
| Corporation tax | 95,549 | - | 73,131 | - |
| Accruals and deferred income | 3,183,512 | - | 3,409,972 | - |
| | 19,475,391 | 93,000 | 20,749,221 | 93,000 |
| | | | | |

The bank loans & overdrafts are secured on the assets of the group

Hire purchase creditors are secured on the assets to which they relate

14 Creditors amounts falling due after more than one year

| | | 2009 Group £ | 2009 Company £ | 2008 Group £ | 2008 Company £ |
|----|---|---------------------------------------|---------------------------------------|--|--|
| | Loan notes Other creditors Hire purchase creditors | 351,750 722,478 524 | 351,750 - - | 418,750 587,917 729 | 418,750 - - |
| | | 1,074,752 | 351,750 | 1,007,396 | 418,750 |
| 15 | Loans | | | | |
| | Repayable by instalments | 2009 Group £ | 2009 Company £ | 2008 Group £ | 2008 Company £ |
| | Loan notes | 418,750 | 418,750 | 485,750 | 485,750 |
| | Analysis of loan instalments | | | | |
| | Amounts due | 2009 Group £ | 2009 Company £ | 2008 Group £ | 2008 Company £ |
| | Within one year Between one and two years Between two and five years In over five years | 67,000 67,000 201,000 83,750 | 67,000 67,000 201,000 83,750 | 67,000 67,000 201,000 150,750 | 67,000 67,000 201,000 150,750 |
| | | 418,750 | 418,750 | 485,750 | 485,750 |

The loan notes are repayable in quarterly instalments of £16,750 over a period of ten years from 31 March 2006. The loan notes are interest free

16 Deferred tax asset

Deferred tax is analysed over the following timing differences -

| | 2009 Group £ | 2009 Company £ | 2008 Group £ | 2008 Company £ | | |
|---|--------------------|----------------------|----------------------|----------------------|--|--|
| Depreciation in excess of capital allowances Pension contributions unpaid | (42,930) - | - - | (37,251) (65,000) | <u>-</u> | | |
| | (42,930) | - | (102,251) | - | | |
| Movements on the provision for deferred tax are as follows - | | | | | | |
| | £ | £ | £ | £ | | |
| At 1 October 2008 Charge in profit and loss | (102,251) | - | (137,600) | - | | |
| account | 59,321 ——— | | 35,349 | | | |
| At 30 September 2009 | (42,930) | - | (102,251) | _ | | |

17 Pension costs

The group operates a defined contribution pension scheme. The pension cost charge represents contributions payable by the group and amounted to £94,607 (2008 £366,901) for the year Contributions of £Nil (2008 £288,490) were payable at the year end and are included in creditors.

| 18 | Share capital | 2009 | 2008 |
|----|---|--------|--------|
| | Allotted, called up and fully paid 500,000 Ordinary shares of 10p each | £ | £ |
| | At 1 October 2008 and 30 September 2009 | 50,000 | 50,000 |

| 15 1 TOTAL AND 1055 ACCOUNT | 19 | Profit | and loss | account |
|-----------------------------|----|---------------|----------|---------|
|-----------------------------|----|---------------|----------|---------|

| | 2009 | 2009 | 2008 | 2008 |
|------------------------------|-----------|---------|-----------|---------|
| | Group | Company | Group | Company |
| | £ | £ | £ | £ |
| At 1 October 2008 | 1,578,517 | 110,974 | 1,304,244 | 68,774 |
| Retained profit for the year | 498,695 | 68,200 | 274,273 | 42,200 |
| At 30 September 2009 | 2,077,212 | 179,174 | 1,578,517 | 110,974 |

20 Reconciliation of movements in shareholders' funds

| | 2009 | 2009 | 2008 | 2008 |
|-----------------------------|-----------|---------|-----------|---------|
| | Group | Company | Group | Company |
| | £ | £ | £ | £ |
| Profit for the year | 498,695 | 68,200 | 274,273 | 42,200 |
| Opening shareholders' funds | 1,628,517 | 160,974 | 1,354,244 | 118,774 |
| Closing shareholders' funds | 2,127,212 | 229,174 | 1,628,517 | 160,974 |

21 Controlling party

The company had no identifiable controlling party during the year

22 Related party transactions

Company

At 30 September 2009 the company owed £418,750 (2008 £485,750) to a director, R A R Mischeff, in respect of loan notes issued to him on the purchase by the company of his 100% shareholding in Kiril Mischeff (Group) Limited. The loan notes are repayable in equal quarterly instalments over a period of ten years from 31 March 2006.

Group

At 30 September 2009 a loan of £722,478 (2008 £587,917) was due by a group company to Broadwall Properties Limited, a company controlled by R A R Mischeff

23 Leasing commitments

At 30 September 2009 the group had operating lease commitments for the following year as set out below -

| | Land & b | buildings |
|---------------------------------|----------|-----------|
| | 2009 | 2008 |
| | £ | £ |
| Operating leases which expire - | | |
| within less than one year | 26,750 | - |
| from one to five years | | 26,750 |
| | 26,750 | 26,750 |
| | | |

24 Contingent liabilities

Group

At 30 September 2009 the group had outstanding forward foreign exchange contracts of £32,459,680 (2008 £42,393,562)

The group has jointly and severally guaranteed the bank borrowings of certain group companies At 30 September 2009 the borrowings covered by these guarantees amounted to £1,703,953 (2008 £2,054,315)

25 Notes to the Cash Flow Statement

a) Reconciliation of operating profit to net cash inflow from operating activities

| | | 2009 £ | 2008 £ |
|----|--|---------------------------------|---------------------------------------|
| | Operating profit Depreciation | 950,468 151,128 | 1,091,841 147,759 |
| | Profit on disposal of fixed assets Exceptional items | (2,018) (264,908) | (6,231) (400,900) |
| | Decrease/(increase) in stocks (Increase)/decrease in debtors | 446,701 (249,384) 100,602 | (1,085,056) 1,220,143 1,400,148 |
| | Increase in creditors Net cash inflow from operating activities | 1,132,589 | 2,367,704 |
| | That dadn illinow illow operating detivates | | |
| b) | Reconciliation of net cash flow to the movement in net debt | 2009 £ | 2008 £ |
| | Increase/(decrease) in cash in the year Movement in bank loans Movement in other loans | 6,957 966,801 (66,536) | (51,279) 1,918,712 (44,172) |
| | Movement in net debt in the year Opening net debt | 907,222 (3,448,140) | 1,823,261 (5,271,401) |
| | Closing net debt | (2,540,918) | (3,448,140) |

- 25 Notes to the Cash Flow Statement (continued)
- c) Reconciliation of net cash flow to movement in net debt

| | 2008 | Cash flow | Other | 2009 |
|---|-------------|-----------|-------|-------------|
| | £ | £ | £ | £ |
| Cash at bank and in hand | 2,017,994 | (422,272) | - | 1,595,722 |
| Bank overdrafts | (2,054,315) | 429,229 | | (1,625,086) |
| | (36,321) | 6,957 | | (29,364) |
| Debt falling due within one year | (2,404,423) | 967,621 | - | (1,436,802) |
| Debt falling due after more than one year | (1,007,396) | (67,356) | | (1,074,752) |
| | (3,448,140) | 907,222 | | (2,540,918) |