

Registered number: 06375826

A&A UK Investments Limited

Directors' report and financial statements

For the year ended 31 December 2018

A&A UK Investments Limited

Company Information

Directors

A J Breugem
A J De Gier

Company secretary

A J Breugem

Registered number

06375826

Registered office

5 Barrow Man Road
Birchington
Kent
England
CT7 0AX

Independent auditor

Kreston Reeves LLP
Chartered Accountants & Statutory Auditor
37 St Margaret's Street
Canterbury
Kent
CT1 2TU

Bankers

Lloyds Bank plc
3 Sidney Street
Cambridge
Cambridgeshire
CB2 3HQ

Coöperatieve Rabobank Westland UA
Postbus 9
2670 AA
Naaldwijk
The Netherlands

Contents

	Page
Directors' report	1
Directors' responsibilities statement	2
Independent auditor's report	3 - 5
Statement of income and retained earnings	6
Balance sheet	7
Notes to the financial statements	8 - 20

Directors' report

For the year ended 31 December 2018

The directors present their report and the financial statements for the year ended 31 December 2018.

Principal activity

The company's principal activity for the year under review is that of leasing a greenhouse built on a plot of land in Birchington, Kent, to its fellow subsidiary for use in the group's trade.

Directors

The directors who served during the year were:

A J Breugem

A J De Gier

Disclosure of information to auditor

Each of the persons who are directors at the time when this directors' report is approved has confirmed that:

- so far as the director is aware, there is no relevant audit information of which the company's auditor is unaware, and
- the director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the company's auditor is aware of that information.

Auditors

Under section 487(2) of the Companies Act 2006, Kreston Reeves LLP will be deemed to have been reappointed as auditor 28 days after these financial statements were sent to members or 28 days after the latest date prescribed for filing the accounts with the registrar, whichever is earlier.

In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006.

This report was approved by the board and signed on its behalf.

A J Breugem

Director

Date: 1 July 2019

**Directors' responsibilities statement
For the year ended 31 December 2018**

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. Under Company law the directors must not approve the financial statements unless 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 for the company's financial statements 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 to 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.

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements and other information included in Directors' reports may differ from legislation in other jurisdictions.

Independent auditor's report to the shareholders of A&A UK Investments Limited

Opinion

We have audited the financial statements of A&A UK Investments Limited (the 'company') for the year ended 31 December 2018, which comprise the Statement of income and retained earnings, the Balance sheet and the related notes, 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 2018 and of its loss 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 Auditor's 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 United Kingdom, including the Financial Reporting Council'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 included in the Annual report, other than the financial statements and our Auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, 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 we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. 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.

Independent auditor's report to the shareholders of A&A UK Investments Limited (continued)

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 Directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Directors' report has 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 Directors' report.

We have nothing to report in respect of the following matters in relation to which 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; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemptions in preparing the Directors' report and from the requirement to prepare a Strategic report.

Responsibilities of directors

As explained more fully in the Directors' responsibilities statement on page 2, 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 is 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.

Independent auditor's report to the shareholders of A&A UK Investments Limited (continued)

Auditor's 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 an Auditor's report 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.

As part of an audit in accordance with ISAs (UK), we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion of the effectiveness of the company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our Auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our Auditor's report. However, future events or conditions may cause the company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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 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.

Samantha Rouse FCCA DChA (Senior statutory auditor)

for and on behalf of
Kreston Reeves LLP

Chartered Accountants
Statutory Auditor

Canterbury

2 July 2019

Statement of income and retained earnings
For the year ended 31 December 2018

	2018 £	As restated 2017 £
Turnover	1,450,000	1,450,000
Gross profit	1,450,000	1,450,000
Administrative expenses	(1,413,769)	(1,417,384)
Operating profit	36,231	32,616
Gain on financial assets measured at fair value	(53,927)	59,075
Interest receivable and similar income	(1,526)	-
Interest payable and expenses	5,332	(58,446)
(Loss)/profit before tax	(13,890)	33,245
Tax on (loss)/profit	5,280	(48,657)
Loss after tax	(8,610)	(15,412)
Retained earnings at the beginning of the year	(28,220)	(12,808)
Loss for the year	(8,610)	(15,412)
Retained earnings at the end of the year	(36,830)	(28,220)

The notes on pages 8 to 20 form part of these financial statements.

Balance sheet
As at 31 December 2018

	Note	2018 £	As restated 2017 £
Fixed assets			
Tangible assets	6	691,026	2,027,767
		691,026	2,027,767
Current assets			
Debtors: amounts falling due after more than one year	7	219,933	152,674
Debtors: amounts falling due within one year	7	3,187,326	3,049,951
Cash at bank and in hand		13	15
		3,407,272	3,202,640
Creditors: amounts falling due within one year	8	(3,019,747)	(3,296,982)
Net current assets/(liabilities)		387,525	(94,342)
Total assets less current liabilities		1,078,551	1,933,425
Creditors: amounts falling due after more than one year	9	(195,305)	(1,041,569)
Net assets		883,246	891,856
Capital and reserves			
Called up share capital	12	873,338	873,338
Share premium account	13	46,738	46,738
Profit and loss account	13	(36,830)	(28,220)
		883,246	891,856

The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime and in accordance with the provisions of FRS 102 Section 1A - small entities.

The financial statements were approved and authorised for issue by the board and were signed on its behalf by:

A J Breugem
Director

A J De Gier
Director

Date: 1 July 2019

The notes on pages 8 to 20 form part of these financial statements.

Notes to the financial statements
For the year ended 31 December 2018

1. General information

A&A UK Investments Limited is a limited liability company incorporated in England. The address of the registered office is 5 Barrow Man Road, Birchington, Kent, England, CT7 0AX. The company's registered number is 06375826.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention except for the modification to a fair value basis for certain financial instruments and investment property in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland and the Companies Act 2006. Certain disclosure exemptions have been applied in accordance with the provisions of FRS102 Section 1A – Small entities.

The company has elected to apply all amendments to FRS 102, as set out in the triennial review published in December 2017, prior to the mandatory adoption for accounting periods beginning on or after 1 January 2019 (see note 15).

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the company's accounting policies (see note 3).

The financial statements are rounded to the nearest pound.

The following principal accounting policies have been applied:

2.2 Going concern

The company participates in the group's centralised treasury arrangements and so shares banking arrangements with fellow group members.

The company's forecasts and projections, which take into account reasonable changes in trading performance, show that the company and the group it participates in should continue to generate positive cash flows for the foreseeable future.

After making enquiries of the parent company, A&A UK Holding Limited, and its fellow subsidiary, A&A Cucumbers Limited, the directors have no reason to believe that a material uncertainty exists that may cast significant doubt about the ability of the group to continue as a going concern or its ability to continue with the current banking arrangements.

The directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future however, if required, they will continue to provide their support to ensure the company is able to pay its' liabilities as they fall due. Consequently, the going concern basis has been adopted in preparing the financial statements.

Notes to the financial statements
For the year ended 31 December 2018

2. Accounting policies (continued)

2.3 Foreign currency translation

Functional and presentation currency

The company's functional and presentational currency is GBP.

Transactions and balances

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

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the profit and loss account except when deferred in other comprehensive income as qualifying cash flow hedges.

2.4 Revenue

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the company and the revenue can be reliably measured. Revenue is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes. The following criteria must also be met before revenue is recognised:

2.5 Interest income

Interest income is recognised in the profit and loss account using the effective interest method.

2.6 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.

Notes to the financial statements
For the year ended 31 December 2018

2. Accounting policies (continued)

2.7 Current and deferred taxation

The tax expense for the year comprises current and deferred tax. Tax is recognised in the profit and loss account, except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the balance sheet date in the countries where the company operates and generates income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the balance sheet date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

2.8 Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

Depreciation is provided on the following basis:

Freehold property	-	10% straight line
Plant & machinery	-	5 - 20% straight line

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in the Statement of income and retained earnings.

2.9 Investment property

The company has elected to early adopt the triennial review as at 1 January 2017. Previously, the investment property was measured at fair value through profit and loss, however following the adoption of the triennial review, will revert to being measured at historical cost less depreciation.

For the impact on the prior period balance sheet and statement of income and retained earnings, see note 15.

Notes to the financial statements
For the year ended 31 December 2018

2. Accounting policies (continued)

2.10 Debtors

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

2.11 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

2.12 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.

Notes to the financial statements
For the year ended 31 December 2018

2. Accounting policies (continued)

2.13 Financial instruments

The company only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties and loans to related parties.

Debt instruments (other than those wholly repayable or receivable within one year), including loans and other accounts receivable and payable, are initially measured at present value of the future cash flows and subsequently at amortised cost using the effective interest method. Debt instruments that are payable or receivable within one year, typically trade debtors and creditors, are measured, initially and subsequently, at the undiscounted amount of the cash or other consideration expected to be paid or received. However, if the arrangements of a short-term instrument constitute a financing transaction, like the payment of a trade debt deferred beyond normal business terms or in case of an out-right short-term loan that is not at market rate, the financial asset or liability is measured, initially at the present value of future cash flows discounted at a market rate of interest for a similar debt instrument and subsequently at amortised cost, unless it qualifies as a loan from a director in the case of a small company, or a public benefit entity concessionary loan.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the Statement of income and retained earnings.

For financial assets measured at amortised cost, the impairment loss is measured as the difference between an asset's carrying amount and the present value of estimated cash flows discounted at the asset's original effective interest rate. If a 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 financial assets measured at cost less impairment, the impairment loss is measured as the difference between an asset's carrying amount and best estimate of the recoverable amount, 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.

Financial assets and liabilities are offset and the net amount reported in the Balance sheet when there is an enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

Notes to the financial statements
For the year ended 31 December 2018

3. Judgements in applying accounting policies and key sources of estimation uncertainty

The preparation of the financial statements requires the directors to make judgements, estimates and assumptions that can affect the amounts reported for assets and liabilities, and the results for the year. The nature of estimation is such though that actual outcomes could differ significantly from those estimates.

The following are the company's key sources of estimation uncertainty:

Fair value measurement of financial instruments

When the fair value of financial assets and liabilities cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques. See note 7 for further details. The fair value of financial instruments has been obtained from the company's bankers.

Taxation

Provision has been made in the financial statements for a deferred tax asset amounting to £217,829 (2017 - £79,590) at the reporting date (see note 11). This provision is based upon estimates of the availability of future taxable profits, the timing of the reversal of timing differences upon which the provision is based and the tax rates that will be in force at that time together with an assessment of the impact of future tax planning strategies.

Tangible fixed assets

The company has recognised tangible fixed assets with a carrying value of £691,026 (2017 - £2,027,767) at the reporting date (see note 5). These assets are stated at their cost less provision for depreciation and impairment. The company's accounting policy sets out the approach to calculation depreciation for immaterial assets acquired. For material assets such as land and buildings the company determines at acquisition reliable estimates for the useful life of the asset, its residual value and decommissioning costs. These estimates are based upon such factors as the expected use of the acquired asset and market conditions. At subsequent reporting dates the directors consider whether there are any factors such as technological advancements or changes in market conditions that indicate a need to reconsider the estimates used.

Where there are indicators that the carrying value of tangible assets may be impaired the company undertakes tests to determine the recoverable amount of assets. These tests require estimates of the fair value of assets less cost to sell and of their value in use. Wherever possible the estimate of the fair value of assets is based upon observable market prices less incremental cost for disposing of the asset. The value in use calculation is based upon a discounted cash flow model, based upon the company's forecasts for the foreseeable future which do not include any restructuring activities that the company is not yet committed to or significant future investments that enhance the asset's performance. The recoverable amount is most sensitive to the discount rate used for the discounted cash flow model as well as expected future cash flows and the growth rate for extrapolation purposes.

4. Employees

The company has no employees other than the directors, who did not receive any remuneration (2017 - £NIL).

Notes to the financial statements
For the year ended 31 December 2018

5. Taxation

	2018 £	2017 £
Corporation tax		
Current tax on profits for the year	132,723	163,708
Adjustments in respect of previous periods	236	-
	<u>132,959</u>	<u>163,708</u>
Total current tax	<u>132,959</u>	<u>163,708</u>
Deferred tax		
Origination and reversal of timing differences	(138,239)	(115,051)
Total deferred tax	<u>(138,239)</u>	<u>(115,051)</u>
Taxation on (loss)/profit on ordinary activities	<u>(5,280)</u>	<u>48,657</u>

Factors affecting tax charge for the year

The tax assessed for the year is lower than (2017 - lower than) the standard rate of corporation tax in the UK of 19% (2017 - 19%). The differences are explained below:

	2018 £	2017 £
(Loss)/profit on ordinary activities before tax	<u>(13,890)</u>	<u>33,245</u>
(Loss)/profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (2017 - 19%)	(2,639)	6,317
Effects of:		
Fixed asset differences	44,892	46,607
Adjustments to tax charge in respect of prior periods	236	-
Other differences leading to an increase (decrease) in the tax charge	16,264	15,049
Group relief	(64,033)	(19,316)
Total tax charge for the year	<u>(5,280)</u>	<u>48,657</u>

Factors that may affect future tax charges

There were no factors that may affect future tax.

Notes to the financial statements
For the year ended 31 December 2018

6. Tangible fixed assets

	Freehold property £	Plant & machinery £	Total £
Cost or valuation			
At 1 January 2018	6,257,531	7,500,593	13,758,124
At 31 December 2018	6,257,531	7,500,593	13,758,124
Depreciation			
At 1 January 2018	5,068,431	6,661,926	11,730,357
Charge for the year on owned assets	580,488	756,253	1,336,741
At 31 December 2018	5,648,919	7,418,179	13,067,098
Net book value			
At 31 December 2018	<u>608,612</u>	<u>82,414</u>	<u>691,026</u>
At 31 December 2017	<u>1,189,100</u>	<u>838,667</u>	<u>2,027,767</u>

Included above is freehold land at cost of £608,612 (2017 - £608,612) which is not depreciated.

Accumulated finance costs capitalised in freehold land and buildings above amounts to £222,485 (2017 - £222,485).

7. Debtors

	2018 £	2017 £
Due after more than one year		
Deferred tax asset	211,356	73,117
Financial instruments	8,577	79,557
	<u>219,933</u>	<u>152,674</u>
Due within one year		
Amounts owed by group undertakings	3,163,800	3,036,960
Prepayments and accrued income	-	6,518
Deferred taxation	6,473	6,473
Financial instruments	17,053	-
	<u>3,187,326</u>	<u>3,049,951</u>

Notes to the financial statements
For the year ended 31 December 2018

8. Creditors: Amounts falling due within one year

	2018 £	2017 £
Bank overdrafts	-	232,884
Bank loans	878,866	878,866
Trade creditors	2,921	-
Amounts owed to group undertakings	1,927,059	1,962,604
Corporation tax	132,723	163,708
Taxation and social security	72,228	53,020
Accruals and deferred income	5,950	5,900
	<u>3,019,747</u>	<u>3,296,982</u>

The bank loans and overdraft are secured by way of a debenture over all assets of the company.

9. Creditors: Amounts falling due after more than one year

	2018 £	2017 £
Bank loans	195,305	1,041,569
	<u>195,305</u>	<u>1,041,569</u>

10. Financial instruments

	2018 £	2017 £
Financial assets		
Derivative financial instruments measured at fair value through profit or loss	25,630	79,557

Derivative financial instruments measured at fair value through profit or loss comprise currency and interest rate swaps.

11. Deferred taxation

	2018 £
At beginning of year	79,590
Charged to the profit or loss	138,239
At end of year	<u>217,829</u>

Notes to the financial statements
For the year ended 31 December 2018

11. Deferred taxation (continued)

The deferred tax asset is made up as follows:

	2018 £	As restated 2017 £
Accelerated capital allowances	178,992	34,281
Tax relief on financial instruments	38,837	45,309
	<u>217,829</u>	<u>79,590</u>

12. Share capital

	2018 £	2017 £
Allotted, called up and fully paid		
873,338 Ordinary shares of £1.00 each	<u>873,338</u>	<u>873,338</u>

13. Reserves

Share premium account

This reserve records the amount above the nominal value received for shares issued by the company. Share premium may only be utilised to write-off any expenses incurred or commissions paid on the issue of those shares, or to pay up new shares to be allotted to members as fully paid bonus shares.

Profit & loss account

This reserve comprises all current and prior period retained profits and losses after deducting any distributions made to the company's shareholders.

Notes to the financial statements
For the year ended 31 December 2018

14. Other financial commitments

i) Together with other group companies the company has entered into a deed of counter indemnity with fellow Thanet Earth growers, Rainbow UK Investments Limited, Rainbow UK Trading & Growing Limited, Kaaij UK Investments Limited, Kaaij Greenhouses UK Limited, Kaaij UK Holding BV, Kaaij Brothers BV and Fresca Group Limited and is therefore jointly liable for any liabilities which might occur under this agreement.

ii) The company has provided a guarantee, together with A&A UK Holding Limited and A&A Cucumbers Limited, secured by a debenture over the assets of each company in favour of Coöperatieve Rabobank Westland UA to support the borrowings of the group.

At 31 December 2018 the total exposure amounted to £1,414,611 (2017 - £2,403,736).

iii) Together with other group companies, the company has provided a cross guarantee to A&A UK Holding Limited to support its borrowings in relation to the loan provided by Fresca Group Limited. Amounts falling due from this agreement are secured by way of a debenture. The debenture is secured by way of a fixed and floating charge over all property and assets present and future of this company.

At 31 December 2018 the total exposure amounted to £129,096 (2017 - £258,193).

iv) Together with other group companies, the company has provided a cross guarantee to TG1 Holding Limited and its subsidiaries, a joint venture of the group, to support the borrowings of that group. At the year end the total exposure amounted to £23,313,100 (2017 - £26,984,300).

15. Controlling party

The company is a wholly owned subsidiary of A&A UK Holding Limited.

In the opinion of the directors, there is no controlling party.

Notes to the financial statements
For the year ended 31 December 2018

16. Adoption of the Triennial review

The company transitioned to FRS 102 from previously extant UK GAAP as at 1 January 2017. The impact of the transition to FRS 102 is as follows:

		As previously stated 1 January 2017 £	Effect of transition 1 January 2017 £	FRS 102 (as restated) January 2017 £	As previously stated 31 December 2017 £	Effect of transition 31 December 2017 £	FRS 102 (as restated) 31 December 2017 £
Note							
Fixed assets	1	6,375,000	(1,729,237)	4,645,763	6,500,000	(4,472,233)	2,027,767
Current assets	2	2,848,542	(87,244)	2,761,298	3,168,359	34,281	3,202,640
Creditors: amounts falling due within one year		(3,254,887)	-	(3,254,887)	(3,296,982)	-	(3,296,982)
		<u>(406,345)</u>	<u>(87,244)</u>	<u>(493,589)</u>	<u>(128,623)</u>	<u>34,281</u>	<u>(94,342)</u>
Creditors: amounts falling due after more than one year		5,968,655	(1,816,481)	4,152,174	6,371,377	(4,437,952)	1,933,425
Provisions for liabilities		(1,887,833)	-	(1,887,833)	(1,041,569)	-	(1,041,569)
		<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
		<u>4,080,822</u>	<u>(1,816,481)</u>	<u>2,264,341</u>	<u>5,329,808</u>	<u>(4,437,952)</u>	<u>891,856</u>
Capital and reserves		<u>4,080,822</u>	<u>(1,816,481)</u>	<u>2,264,341</u>	<u>5,329,808</u>	<u>(4,437,952)</u>	<u>891,856</u>

Notes to the financial statements
For the year ended 31 December 2018

16. Adoption of the Triennial review (continued)

		As previously stated 31 December 2017 £	Effect of transition 31 December 2017 £	FRS 102 (as restated) 31 December 2017 £
Turnover		1,450,000	-	1,450,000
		<u>1,450,000</u>	<u>-</u>	<u>1,450,000</u>
Administrative expenses	1	(60,311)	(1,357,073)	(1,417,384)
Fair value movements on investment property	1	28,850	(28,850)	-
		<u>1,418,539</u>	<u>(1,385,923)</u>	<u>32,616</u>
Gain on financial liabilities at fair value through profit and loss account		59,075	-	59,075
Interest payable and similar charges		(58,446)	-	(58,446)
Taxation	2	(170,182)	121,525	(48,657)
		<u>1,248,986</u>	<u>(1,264,398)</u>	<u>(15,412)</u>

Explanation of changes to previously reported profit and equity:

1 The property held by the company is used by its fellow subsidiary, A&A Cucumbers Limited. In accordance with the implementation of FRS 102, the property was classified as an investment property and measured at fair value through the profit and loss account. The amendments to FRS 102 following the triennial review enables the company to classify this investment property within property, plant and equipment measuring the asset at historic cost less accumulated depreciation.

On the balance sheet the movement of £1,729,237 as at 1 January 2017 and £4,472,233 as at 31 December 2017 represents the change to the investment property value as a result of the change in accounting treatment.

In the profit and loss account the movement of £1,357,073 to administrative expenditure represents the depreciation charge on this property. The movement of £28,850 on the fair value movement on investment property is the removal of the fair value adjustment that was recognised under the previous accounting policy.

2 In the balance sheet the movement to current assets of £87,244 as at 1 January 2017, and current assets £34,281 as at 31 December 2017 represents the movement to deferred taxation as a result of the aforementioned change in accounting treatment of the investment property. The deferred tax calculations for property, plant and equipment are based on the difference between the net book value of the investment property in the financial statements and the written down value in the tax calculations.

In the profit and loss account the movement on the deferred taxation account represents the revised calculations of the deferred tax asset. The adjustment required was £121,525.

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.