

Company Registration No. 07265685 (England and Wales)

MARKET TOWN FOODS LIMITED
FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2019
PAGES FOR FILING WITH REGISTRAR

MARKET TOWN FOODS LIMITED

CONTENTS

	Page
Balance sheet	1
Notes to the financial statements	2 - 9

MARKET TOWN FOODS LIMITED

BALANCE SHEET

AS AT 31 MARCH 2019

	Notes	2019 £	£	2018 £	£
Fixed assets					
Tangible assets	3		193,496		252,068
Current assets					
Stocks		86,293		76,139	
Debtors	4	784,563		623,999	
Cash at bank and in hand		153,023		90,526	
		<u>1,023,879</u>		<u>790,664</u>	
Creditors: amounts falling due within one year	5	<u>(6,490,352)</u>		<u>(5,730,778)</u>	
Net current liabilities			<u>(5,466,473)</u>		<u>(4,940,114)</u>
Total assets less current liabilities			<u>(5,272,977)</u>		<u>(4,688,046)</u>
Creditors: amounts falling due after more than one year	6		(11,499)		-
Net liabilities			<u>(5,284,476)</u>		<u>(4,688,046)</u>
Capital and reserves					
Called up share capital	7		1,000		1,000
Profit and loss reserves			<u>(5,285,476)</u>		<u>(4,689,046)</u>
Total equity			<u>(5,284,476)</u>		<u>(4,688,046)</u>

The director of the company has elected not to include a copy of the profit and loss account within the financial statements.

These financial statements have been prepared and delivered in accordance with the provisions applicable to companies subject to the small companies regime.

The financial statements were approved and signed by the director and authorised for issue on 17 December 2019

N Jones
Director

Company Registration No. 07265685

MARKET TOWN FOODS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2019

1 Accounting policies

Company information

Market Town Foods Limited is a private company limited by shares incorporated in England and Wales. The registered office is Martlet House, E1, Yeoman Gate, Yeoman Way, Worthing, West Sussex, BN13 3QZ.

1.1 Accounting convention

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006 as applicable to companies subject to the small companies regime. The disclosure requirements of section 1A of FRS 102 have been applied other than where additional disclosure is required to show a true and fair view.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £.

The financial statements have been prepared under the historical cost convention, modified to include the revaluation of freehold properties and to include investment properties and certain financial instruments at fair value. The principal accounting policies adopted are set out below.

1.2 Going concern

At the balance sheet date there was an excess of liabilities over assets. The company is held in a small group and is supported indirectly by the beneficial owner K M M Al Tajir with loans from companies both within and outside the group structure, in which K M M Al Tajir has a material interest. K M M Al Tajir has informed the board of directors that he will continue to support the company indirectly with loans from companies both within and outside the group structure until the company is in a position to support itself. The board of directors for this reason consider it appropriate for the accounts to be prepared on a going concern basis.

1.3 Reporting period

The comparative amounts presented in the financial statements (including related notes) are not entirely comparable with the current period amounts since the previous reporting period covers 15 months. The accounting reference date was changed to align the company's year end with that of its parent company.

1.4 Turnover

Turnover is recognised at the fair value of the consideration received or receivable for goods and services provided in the normal course of business, and is shown net of VAT and other sales related taxes. The fair value of consideration takes into account trade discounts, settlement discounts and volume rebates.

When cash inflows are deferred and represent a financing arrangement, the fair value of the consideration is the present value of the future receipts. The difference between the fair value of the consideration and the nominal amount received is recognised as interest income.

Revenue from the sale of goods is recognised when the significant risks and rewards of ownership of the goods have passed to the buyer (usually on dispatch of the goods), the amount of revenue can be measured reliably, it is probable that the economic benefits associated with the transaction will flow to the entity and the costs incurred or to be incurred in respect of the transaction can be measured reliably.

Revenue from contracts for the provision of professional services is recognised by reference to the stage of completion when the stage of completion, costs incurred and costs to complete can be estimated reliably. The stage of completion is calculated by comparing costs incurred, mainly in relation to contractual hourly staff rates and materials, as a proportion of total costs. Where the outcome cannot be estimated reliably, revenue is recognised only to the extent of the expenses recognised that it is probable will be recovered.

MARKET TOWN FOODS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2019

1 Accounting policies

(Continued)

1.5 Tangible fixed assets

Tangible fixed assets are initially measured at cost and subsequently measured at cost or valuation, net of depreciation and any impairment losses.

Depreciation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives on the following bases:

Leasehold land and buildings	Straight line per annum over 15 years
Kitchen equipment	15% straight line per annum
Fixtures and fittings	20% and 25% straight line per annum
Motor vehicles	25% straight line per annum
Cutlery, crockery and glassware	33.33% straight line per annum

The gain or loss arising on the disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is credited or charged to profit or loss.

1.6 Impairment of fixed assets

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

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

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

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

1.7 Stocks

Stocks are stated at the lower of cost and estimated selling price less costs to complete and sell. Cost comprises direct materials and, where applicable, direct labour costs and those overheads that have been incurred in bringing the stocks to their present location and condition.

Stocks held for distribution at no or nominal consideration are measured at the lower of replacement cost and cost, adjusted where applicable for any loss of service potential.

At each reporting date, an assessment is made for impairment. Any excess of the carrying amount of stocks over its estimated selling price less costs to complete and sell is recognised as an impairment loss in profit or loss. Reversals of impairment losses are also recognised in profit or loss.

MARKET TOWN FOODS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2019

1 Accounting policies

(Continued)

1.8 Cash and cash equivalents

Cash and cash equivalents are basic financial assets and include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

1.9 Financial instruments

The company has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

Financial instruments are recognised in the company's balance sheet when the company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with the net amounts presented in the financial statements, when there is a legally 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.

Basic financial assets

Basic financial assets, which include debtors and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Financial assets classified as receivable within one year are not amortised.

Classification of financial liabilities

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

Basic financial liabilities

Basic financial liabilities, including creditors, bank loans, loans from fellow group companies and preference shares that are classified as debt, are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest. Financial liabilities classified as payable within one year are not amortised.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Amounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

1.10 Equity instruments

Equity instruments issued by the company are recorded at the proceeds received, net of transaction costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the company.

MARKET TOWN FOODS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2019

1 Accounting policies

(Continued)

1.11 Employee benefits

The costs of short-term employee benefits are recognised as a liability and an expense, unless those costs are required to be recognised as part of the cost of stock or fixed assets.

The cost of any unused holiday entitlement is recognised in the period in which the employee's services are received.

Termination benefits are recognised immediately as an expense when the company is demonstrably committed to terminate the employment of an employee or to provide termination benefits.

1.12 Retirement benefits

Payments to defined contribution retirement benefit schemes are charged as an expense as they fall due.

1.13 Leases

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessees. All other leases are classified as operating leases.

Assets held under finance leases are recognised as assets at the lower of the assets fair value at the date of inception and the present value of the minimum lease payments. The related liability is included in the balance sheet as a finance lease obligation. Lease payments are treated as consisting of capital and interest elements. The interest is charged to profit or loss so as to produce a constant periodic rate of interest on the remaining balance of the liability.

Rentals payable under operating leases, including any lease incentives received, are charged to profit or loss on a straight line basis over the term of the relevant lease except where another more systematic basis is more representative of the time pattern in which economic benefits from the leases asset are consumed.

2 Employees

The average monthly number of persons (including directors) employed by the company during the year was 72 (2018 - 79).

MARKET TOWN FOODS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2019

3 Tangible fixed assets

	Leasehold land and buildings	Kitchen equipment	Fixtures and fittings	Motor vehicles	Cutlery, crockery and glassware	Total
	£	£	£	£	£	£
Cost						
At 1 April 2018	141,449	358,607	258,265	63,378	15,321	837,020
Additions	1,807	2,426	4,915	22,825	-	31,973
Disposals	(1,332)	(1,000)	(356)	(1,375)	-	(4,063)
At 31 March 2019	141,924	360,033	262,824	84,828	15,321	864,930
Depreciation and impairment						
At 1 April 2018	50,008	305,319	160,667	53,840	15,118	584,952
Depreciation charged in the year	9,737	36,132	31,765	9,841	202	87,677
Eliminated in respect of disposals	(229)	(350)	(186)	(430)	-	(1,195)
At 31 March 2019	59,516	341,101	192,246	63,251	15,320	671,434
Carrying amount						
At 31 March 2019	82,408	18,932	70,578	21,577	1	193,496
At 31 March 2018	91,441	53,288	97,598	9,538	203	252,068

4 Debtors

	2019 £	2018 £
Amounts falling due within one year:		
Trade debtors	83,154	92,368
Amounts owed by group undertakings	490,174	349,269
Other debtors	211,235	182,362
	784,563	623,999

MARKET TOWN FOODS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2019

5 Creditors: amounts falling due within one year

	2019 £	2018 £
Trade creditors	205,929	213,488
Amounts owed to group undertakings	3,891,522	3,889,174
Taxation and social security	50,446	43,203
Other creditors	2,342,455	1,584,913
	<u>6,490,352</u>	<u>5,730,778</u>

Hire purchase agreements are secured against the asset, which they were originally raised for.

6 Creditors: amounts falling due after more than one year

	2019 £	2018 £
Other creditors	11,499	-
	<u>11,499</u>	<u>-</u>

Hire purchase agreements are secured against the asset, which they were originally raised for.

7 Called up share capital

	2019 £	2018 £
Ordinary share capital		
Issued and fully paid		
1,000 Ordinary Class A of £1 each	1,000	1,000
	<u>1,000</u>	<u>1,000</u>

8 Audit report information

As the income statement has been omitted from the filing copy of the financial statements, the following information in relation to the audit report on the statutory financial statements is provided in accordance with s444(5B) of the Companies Act 2006:

The auditor's report was qualified and the auditor reported as follows:

MARKET TOWN FOODS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2019

8 Audit report information

(Continued)

Qualified opinion on financial statements

We have audited the financial statements of Market Town Foods Limited (the 'company') for the year ended 31 March 2019 which comprise , the balance sheet and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland* (United Kingdom Generally Accepted Accounting Practice).

In our opinion, except for the effects of the matter described in the 'Basis for Qualified Opinion paragraph', the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 March 2019 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 qualified opinion

We were unable to obtain sufficient and appropriate evidence of the existence and valuation of the opening stock at the beginning of the year. Since opening stock enters into the determination of the financial performance, we were unable to determine whether adjustments might have been necessary in respect of the loss for the year reported in the statement of comprehensive income.

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 UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

The senior statutory auditor was David Macdonald B.A. F.C.A.
The auditor was The Martlet Partnership LLP.

9 Operating lease commitments

Lessee

At the reporting end date the company had outstanding commitments for future minimum lease payments under non-cancellable operating leases, as follows:

2019	2018
£	£
866,745	974,433
<u> </u>	<u> </u>

MARKET TOWN FOODS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2019

10 Related party transactions

Transactions with related parties

The company has provided an interest free loan to Palladian Real Estate Limited, a company registered in the United Kingdom and the company's ultimate parent company within the group structure. The amount outstanding at the balance sheet date was £1,247 (2018: £1,913). The loan is repayable on demand.

The company was provided with an interest free loan from Market Town Developments Limited, a company registered in the United Kingdom within the group structure. The amount outstanding at the balance sheet date was £3,891,522 (2018: £3,889,174). This loan was provided with no formal repayment terms.

The company has provided an interest free loan to The Angel Inn (Petworth) Limited, a company registered in the United Kingdom within the group structure. The amount outstanding at the balance sheet date was £21,612 (2018: £814 creditor). This loan was provided with no formal repayment terms.

The company has provided an interest free loan to E. Street Restaurants Limited, a company registered in the United Kingdom within the group structure. The amount outstanding at the balance sheet date was £461,898 (2018: £346,709). This loan was provided with no formal repayment terms.

The company has provided an interest free loan to Augustus Brandt Antiques International Limited, a company registered in the United Kingdom and outside the group structure. The amount outstanding at the balance sheet date was £136,941 (2018: £124,455). This loan was provided with no formal repayment terms.

The company has provided an interest free loan to Wickerton Investments Limited, a company registered in Gibraltar and within the group structure. The amount outstanding at the balance sheet date was £2,856 (2018: £2,856). This loan was provided with no formal repayment terms.

The company has provided an interest free loan to Amanco Limited, a company registered in Gibraltar and within the group structure. The amount outstanding at the balance sheet date was £2,561 (2018: £2,561). This loan was provided with no formal repayment terms.

The company was provided with an interest free loan from companies outside the group structure, companies in which the former director K M M Al Tajir has a material interest. The loans outstanding at the balance sheet date totalled £2,194,948 (2018: £1,523,779). The director has confirmed that the loans from companies outside the group will not be repaid until the company is in a position to do so.

11 Parent company

The ultimate parent company is Palladian Real Estate Limited, a company registered in the United Kingdom.

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.